

ULTIMATE  
MARVEL<sup>®</sup>  
TEAM-UP

ISSUE  
11







STORM!

THE BEAST!

WOLVERINE!

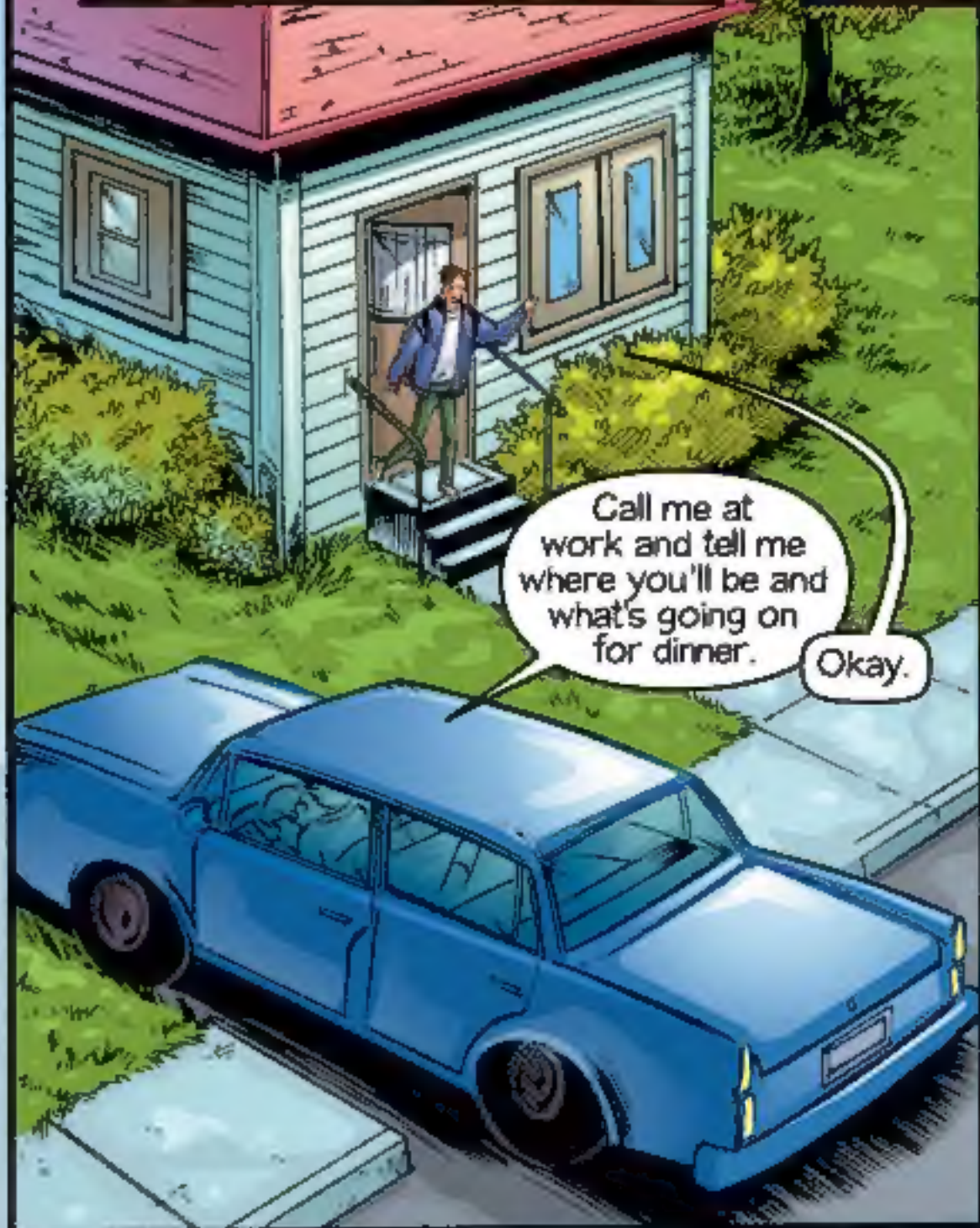
CYCLOPS!

MARVEL GIRL!

THEY ARE MUTANTS, BORN WITH STRANGE AND AMAZING POWERS. GATHERED TOGETHER BY PROFESSOR X, THE CHILDREN OF THE ATOM FIGHT TO PROTECT A WORLD THAT FEARS THEM!

**X-MEN**

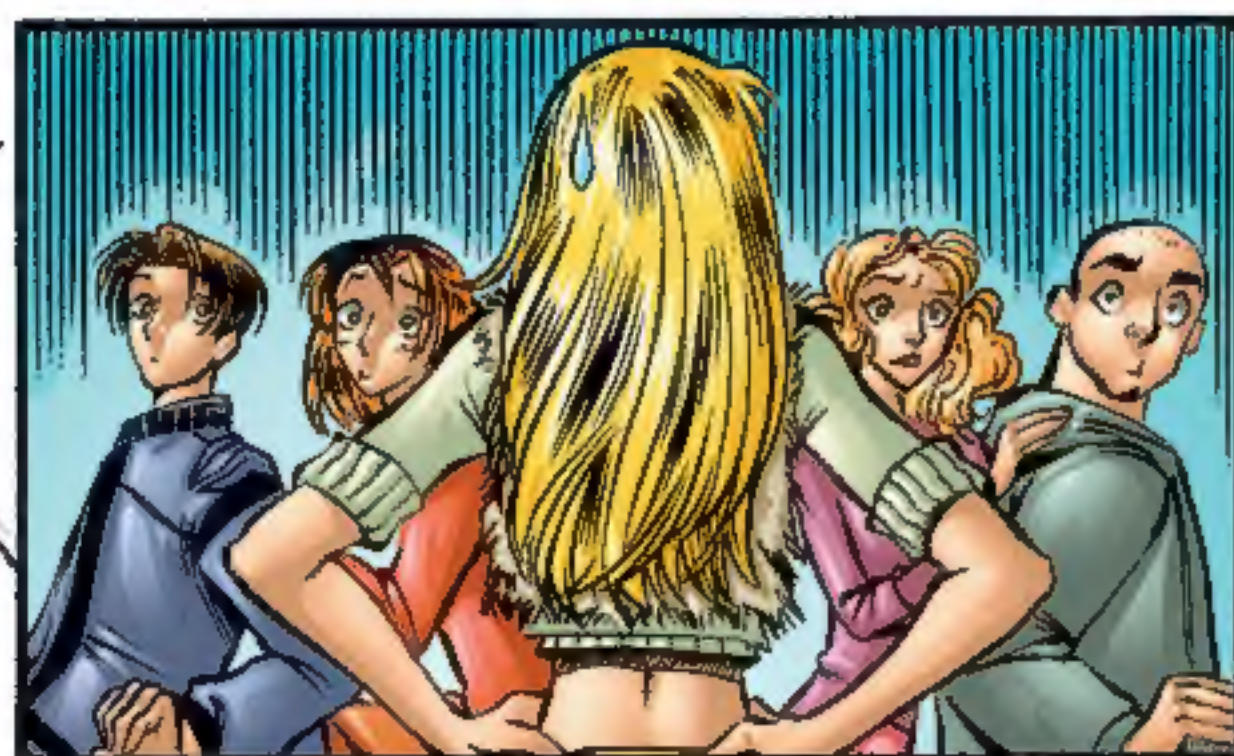
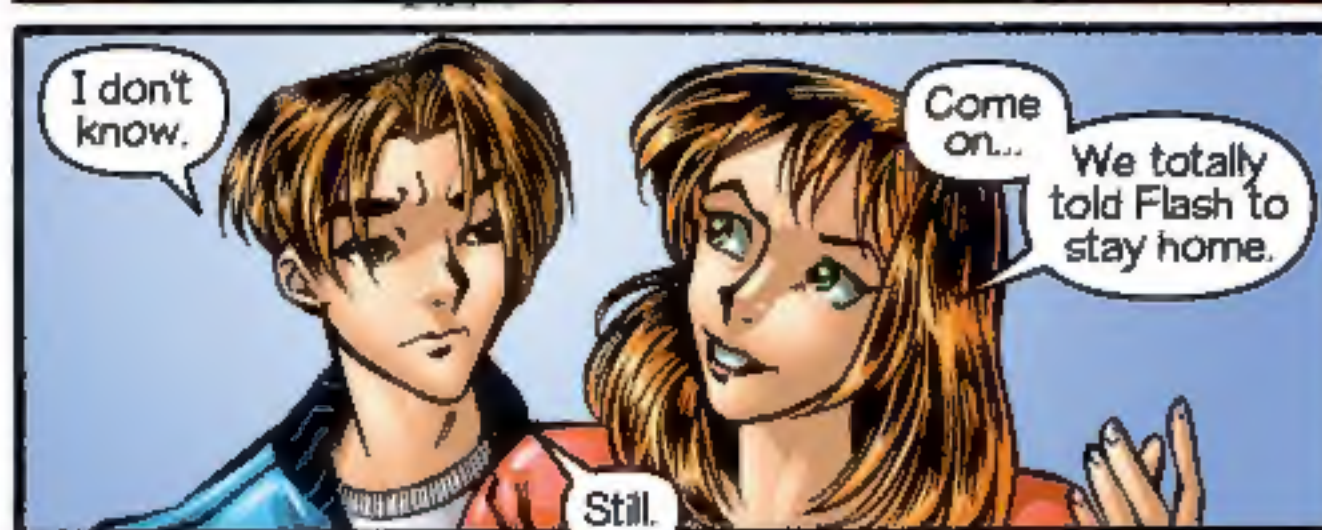
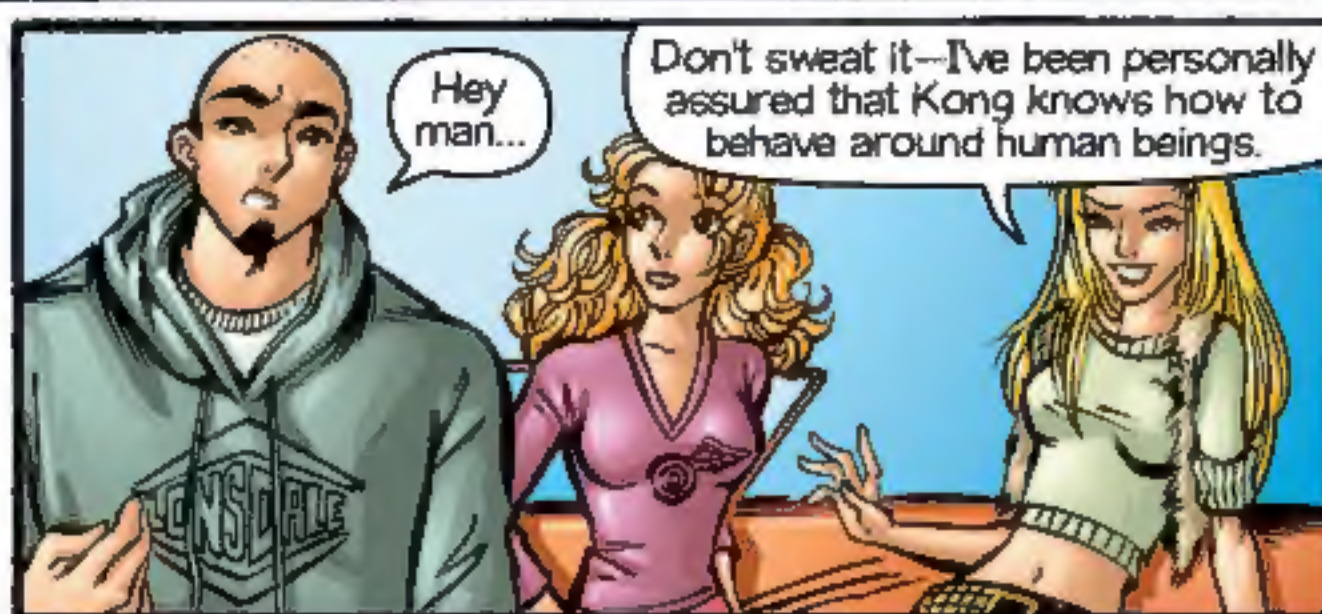
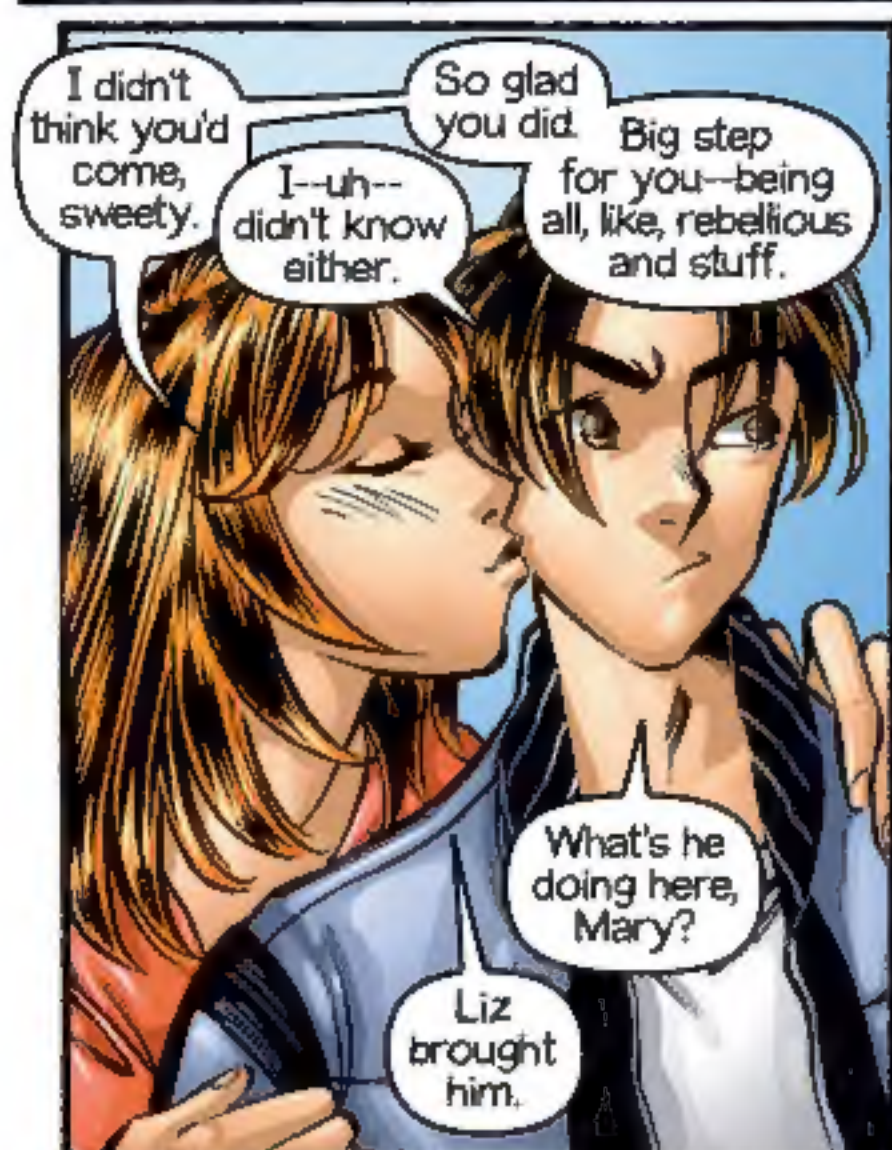
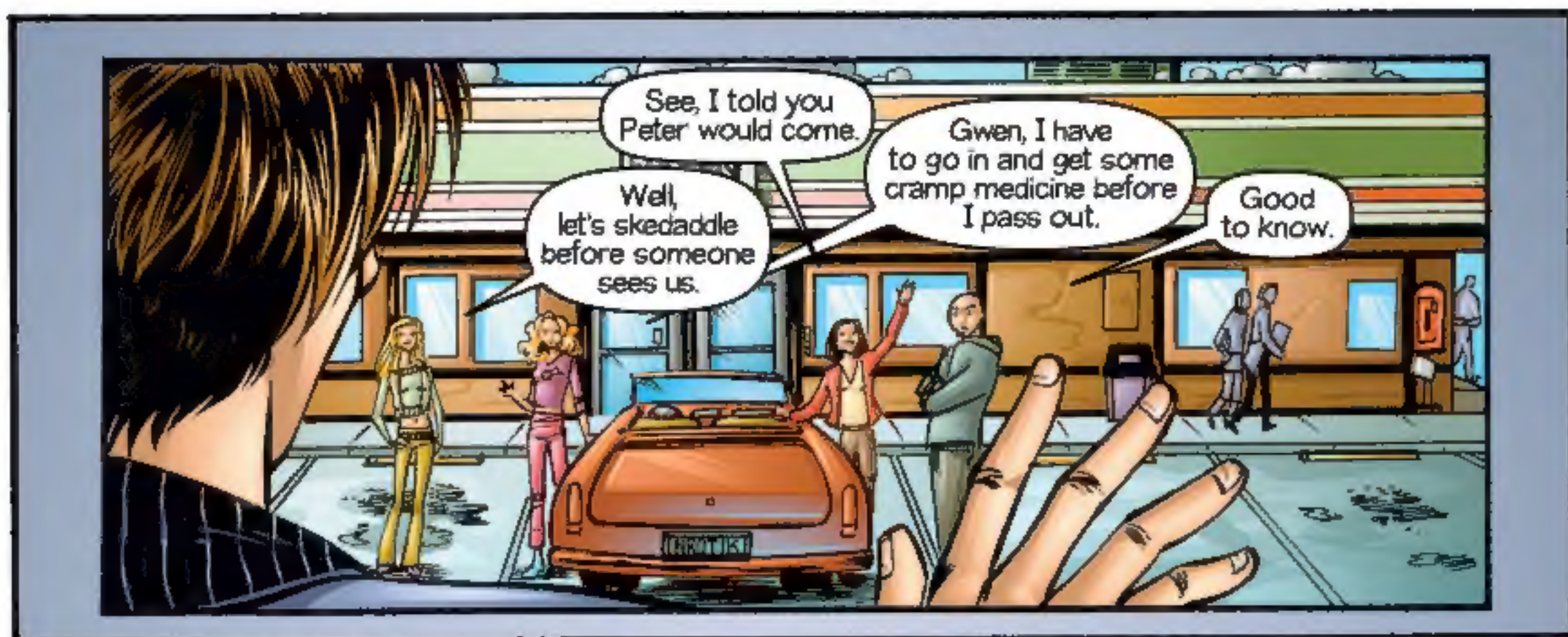














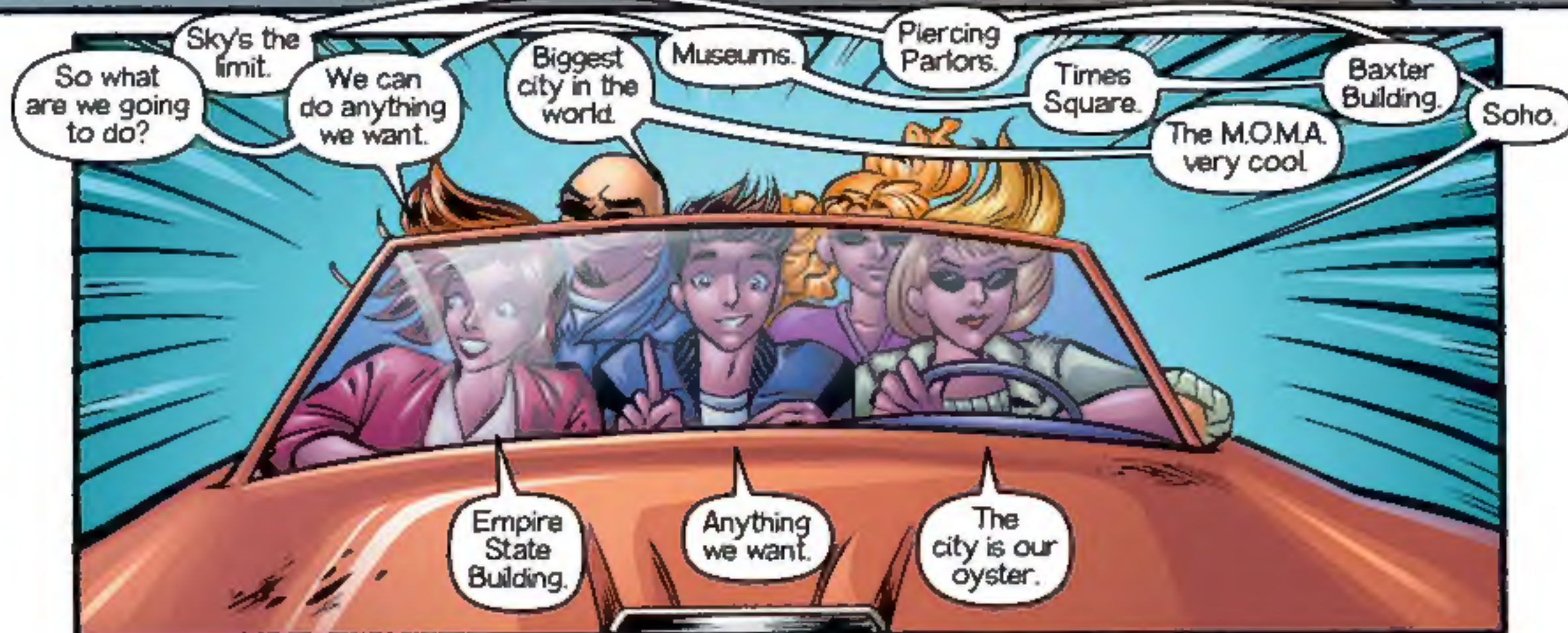
# PETER PARKER'S DAY OFF

**BRIAN MICHAEL BENDIS**  
STORY  
**CHYNNA CLUGSTON-MAJOR**  
ARTIST

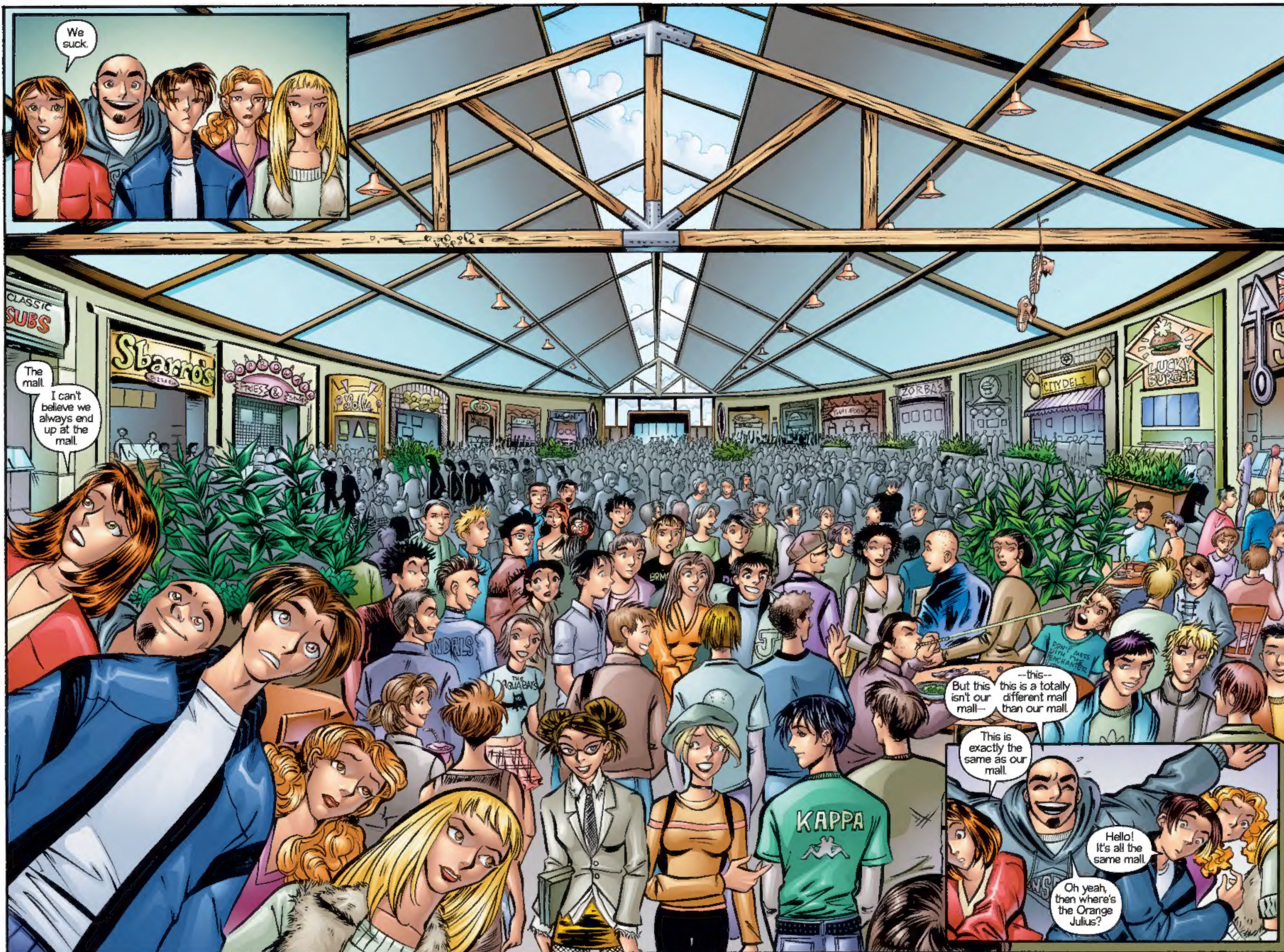
TRANSPARENCY DIGITAL SHARPEFONT  
COLORS LETTERS

BRIAN SMITH RALPH MACCHIO  
ASSOCIATE EDITOR EDITOR

JOE QUESADA BILL JEMAS  
EDITOR IN CHIEF PRESIDENT AND INSPIRATION







We suck.

The mall.  
I can't believe we always end up at the mall.

—this—  
But this isn't our mall—

—this—  
this is a totally different mall than our mall.

This is exactly the same as our mall.

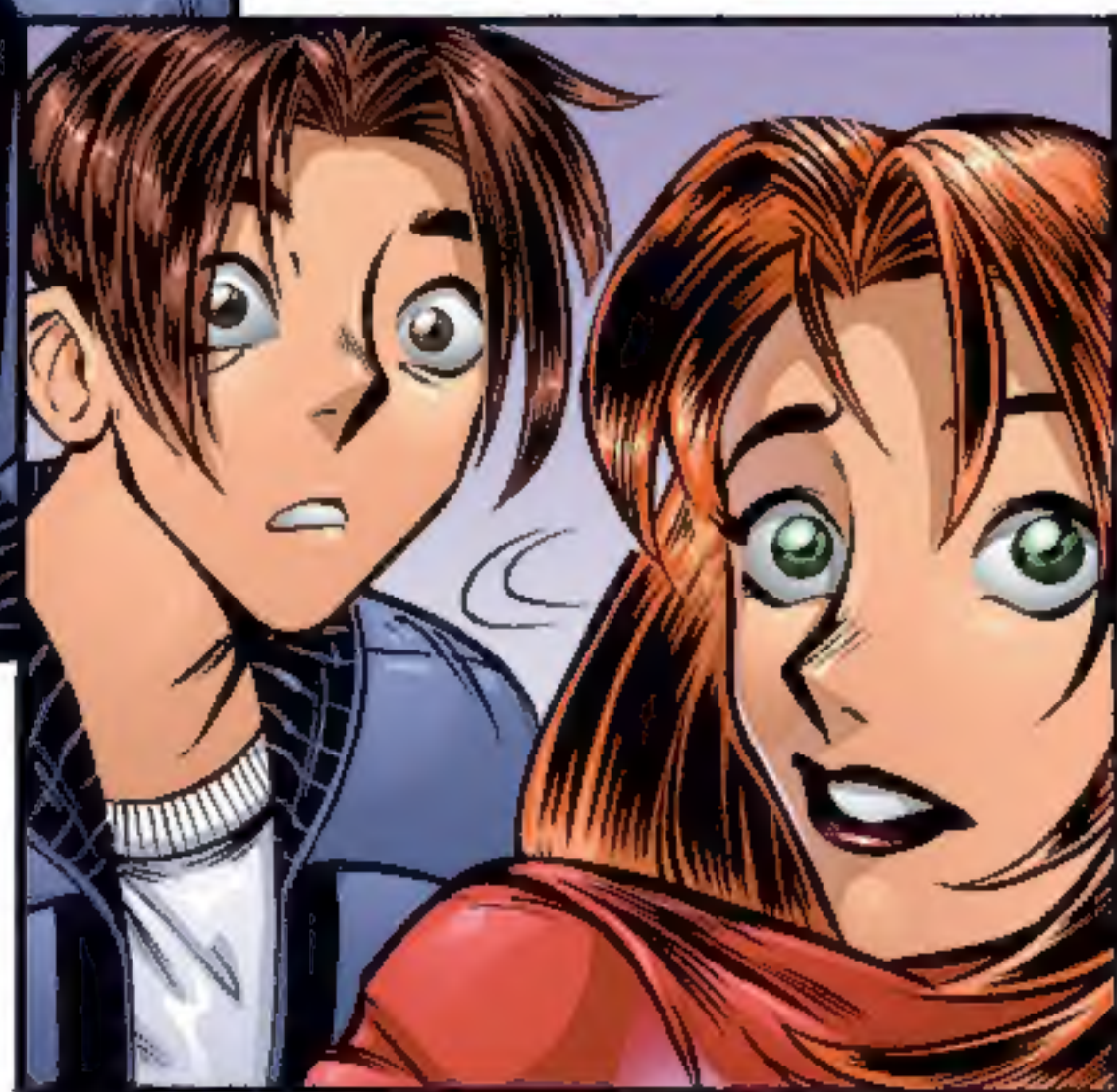
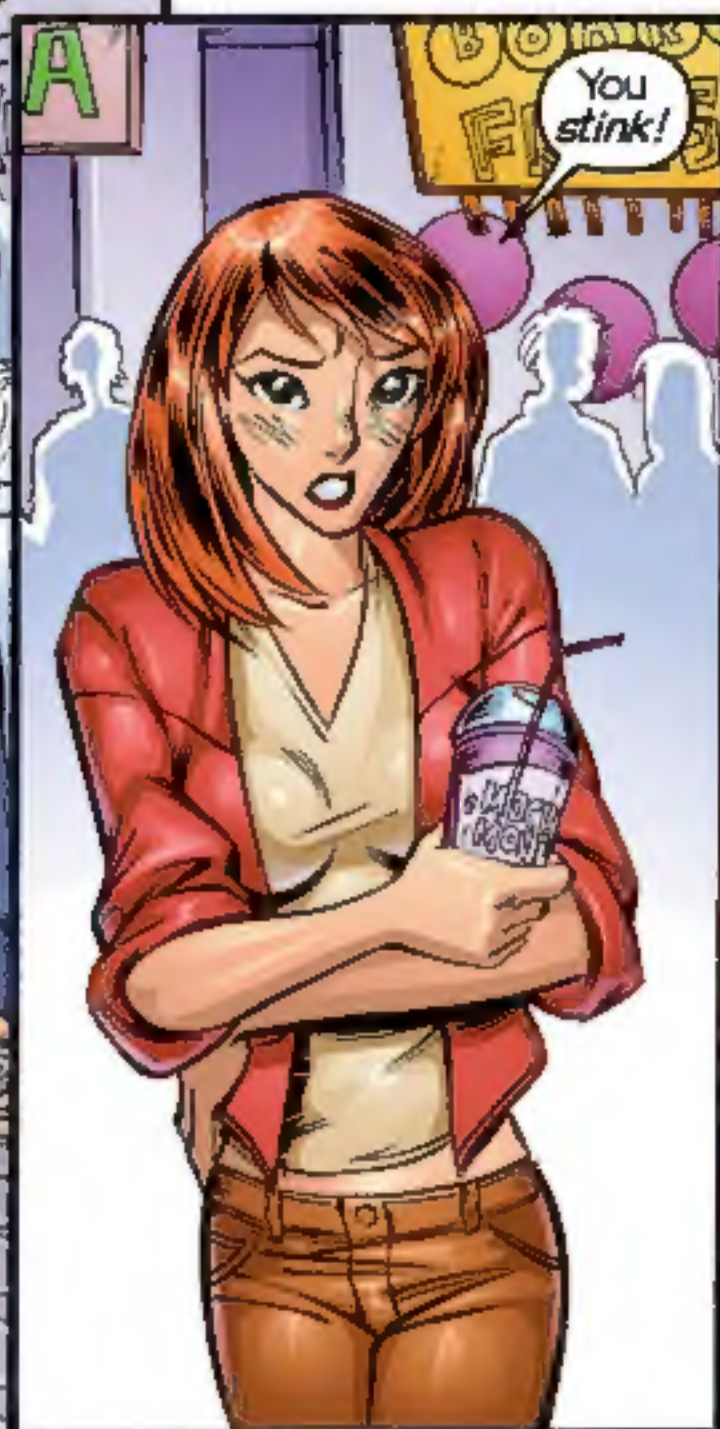
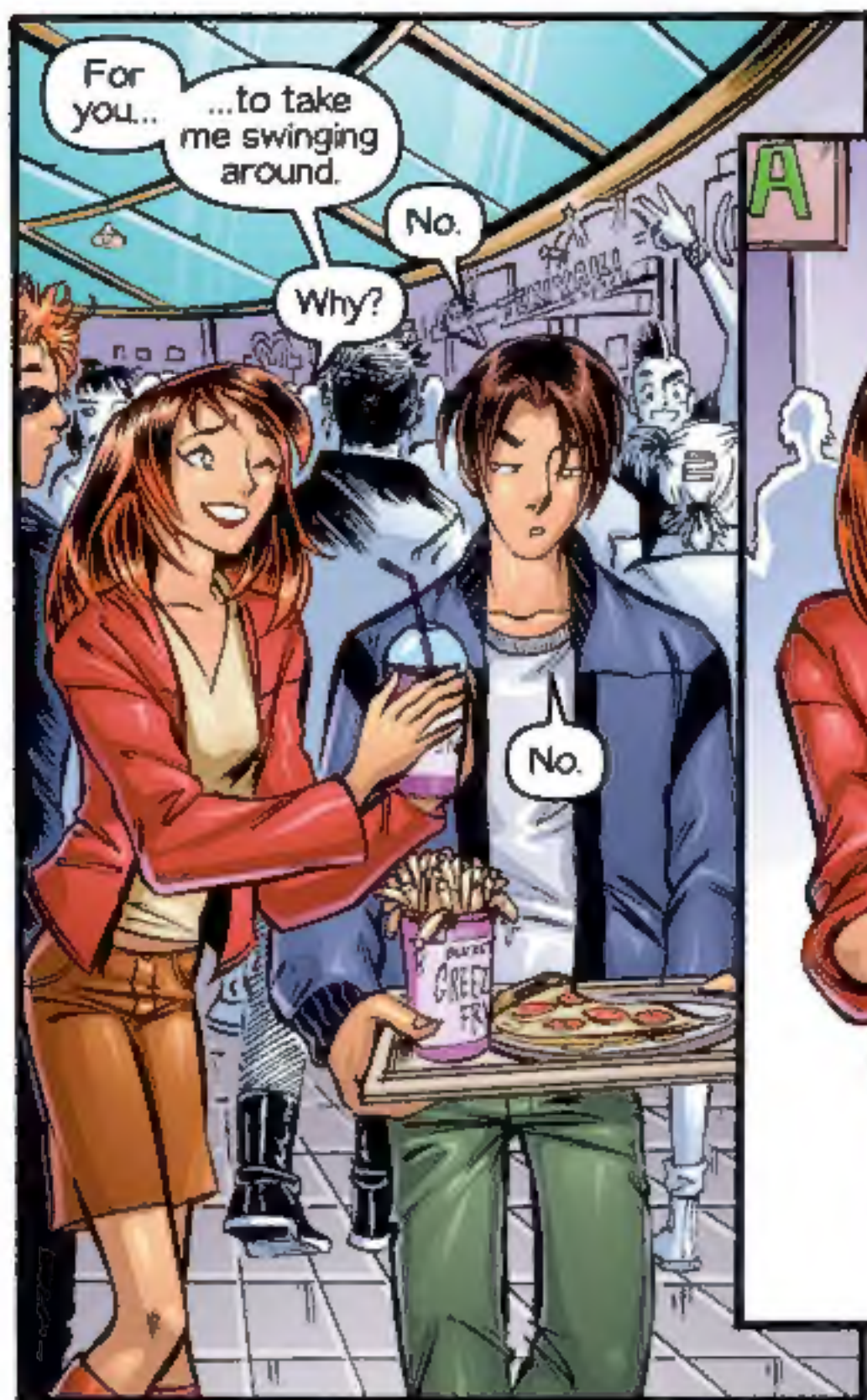
Hello!  
It's all the same mall.

Oh yeah,  
then where's the Orange Julius?

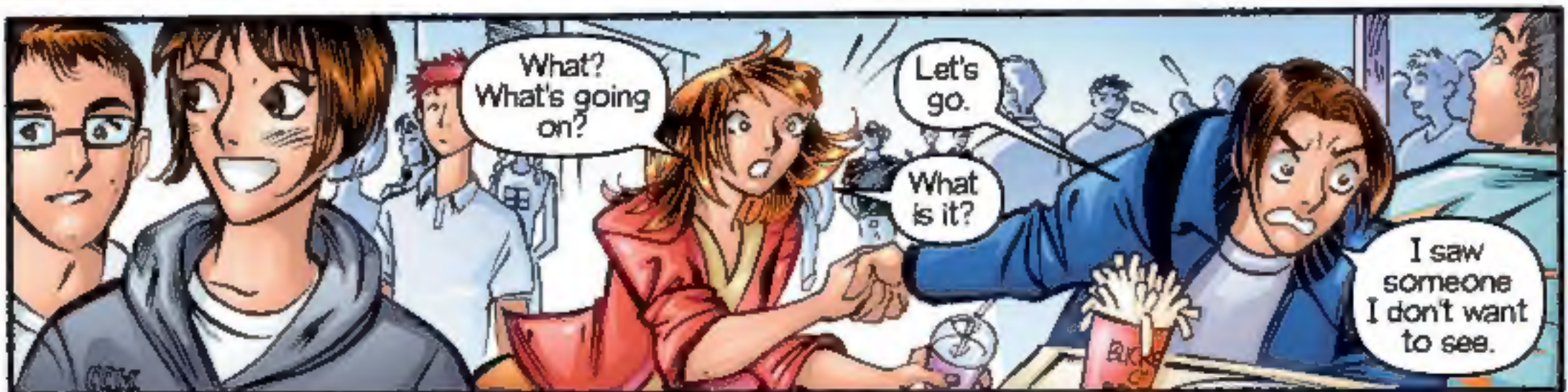
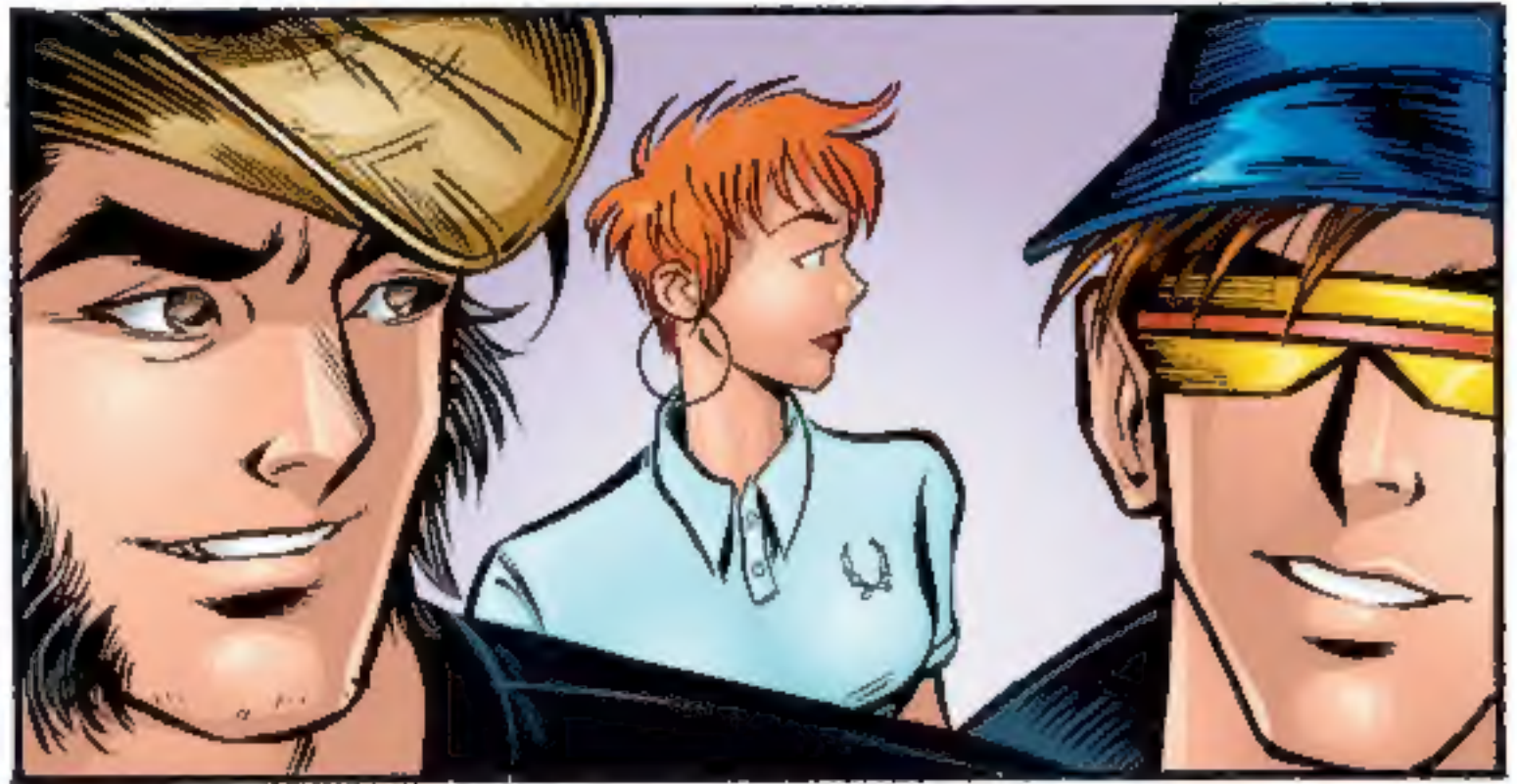
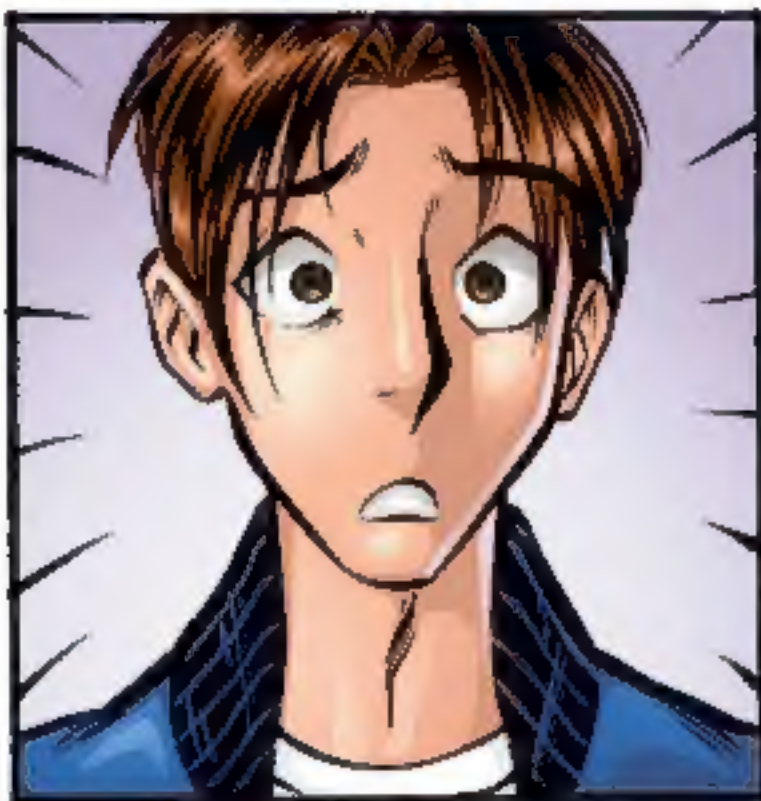
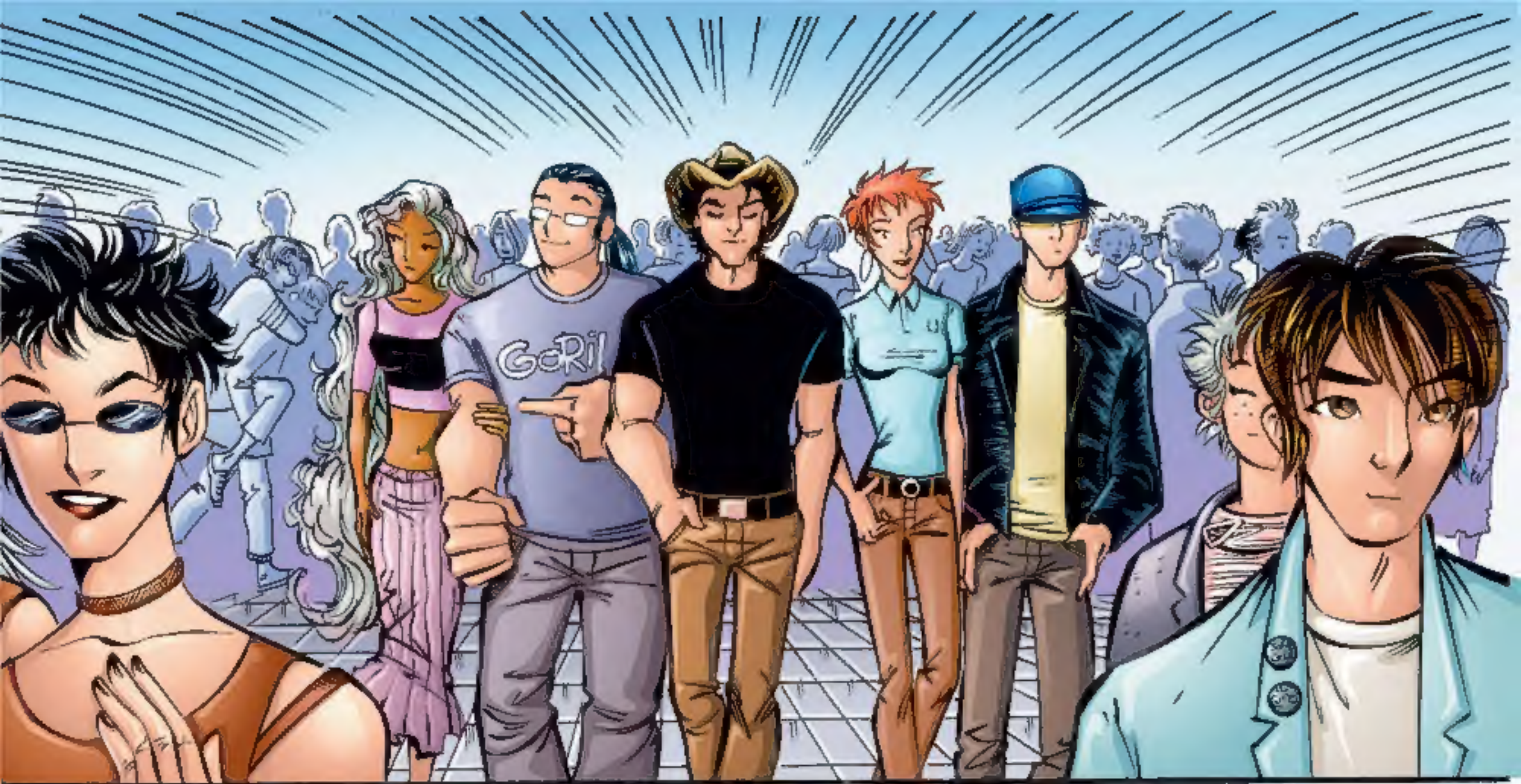




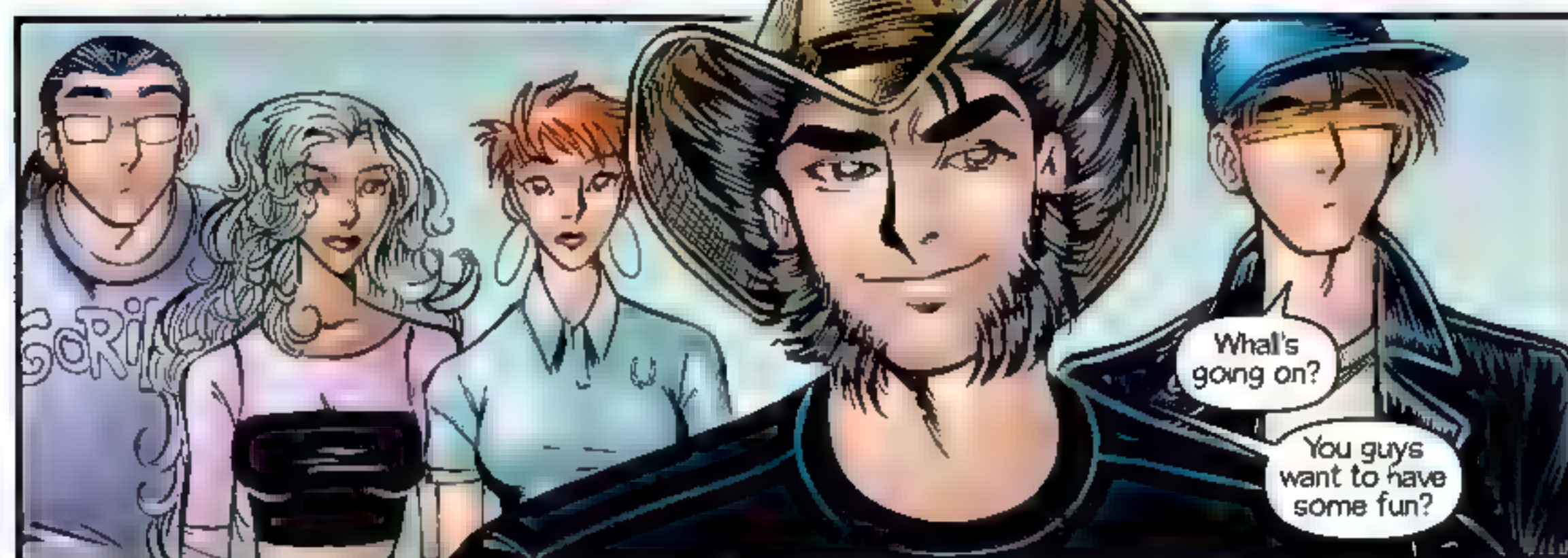
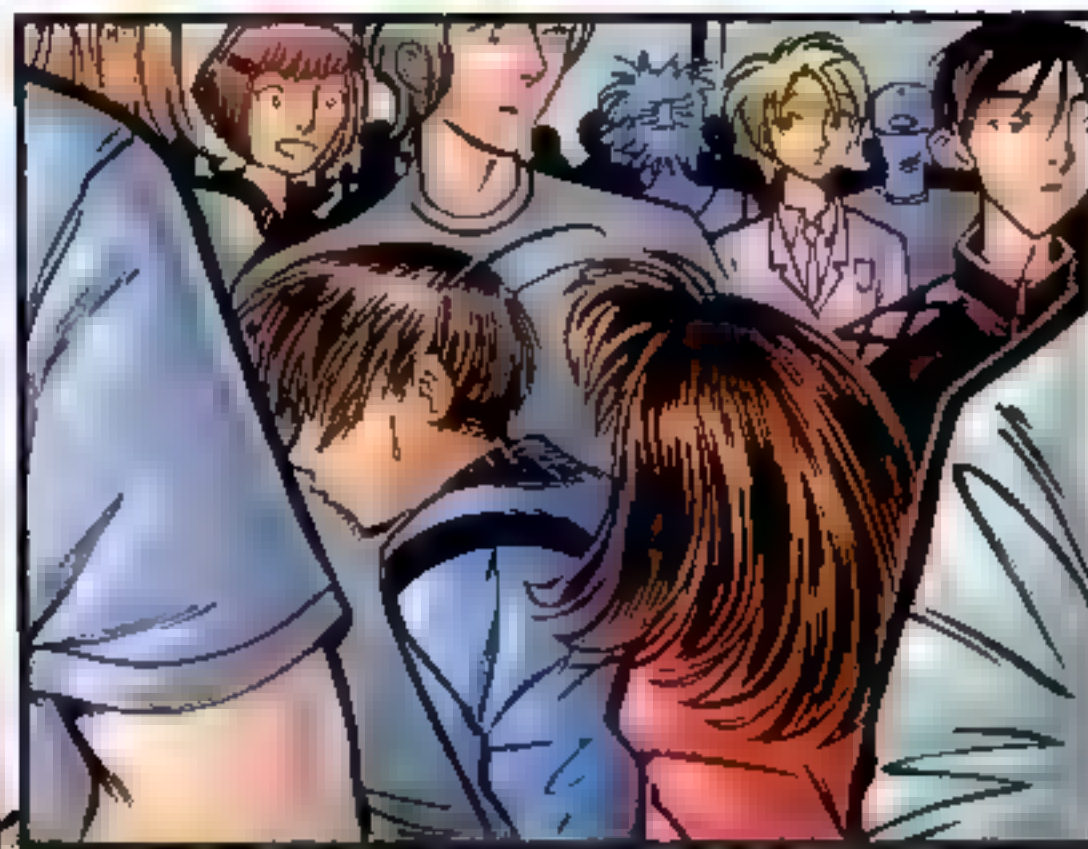
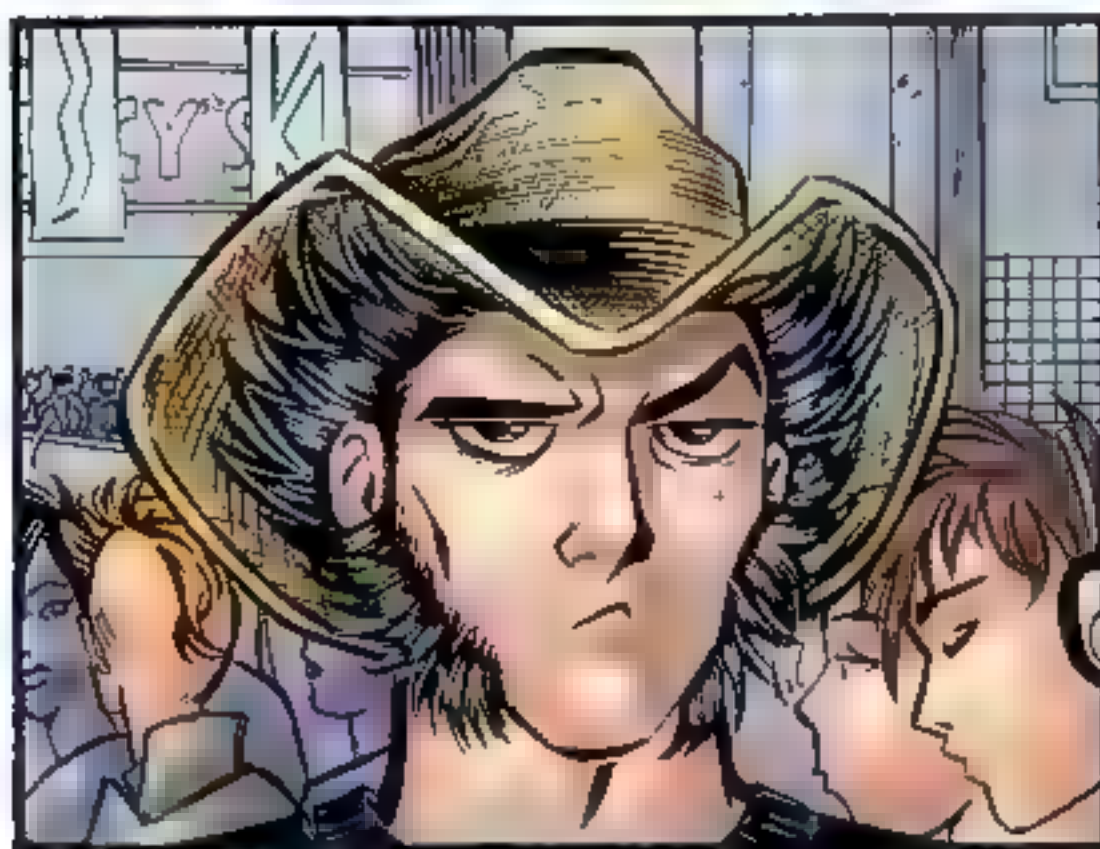
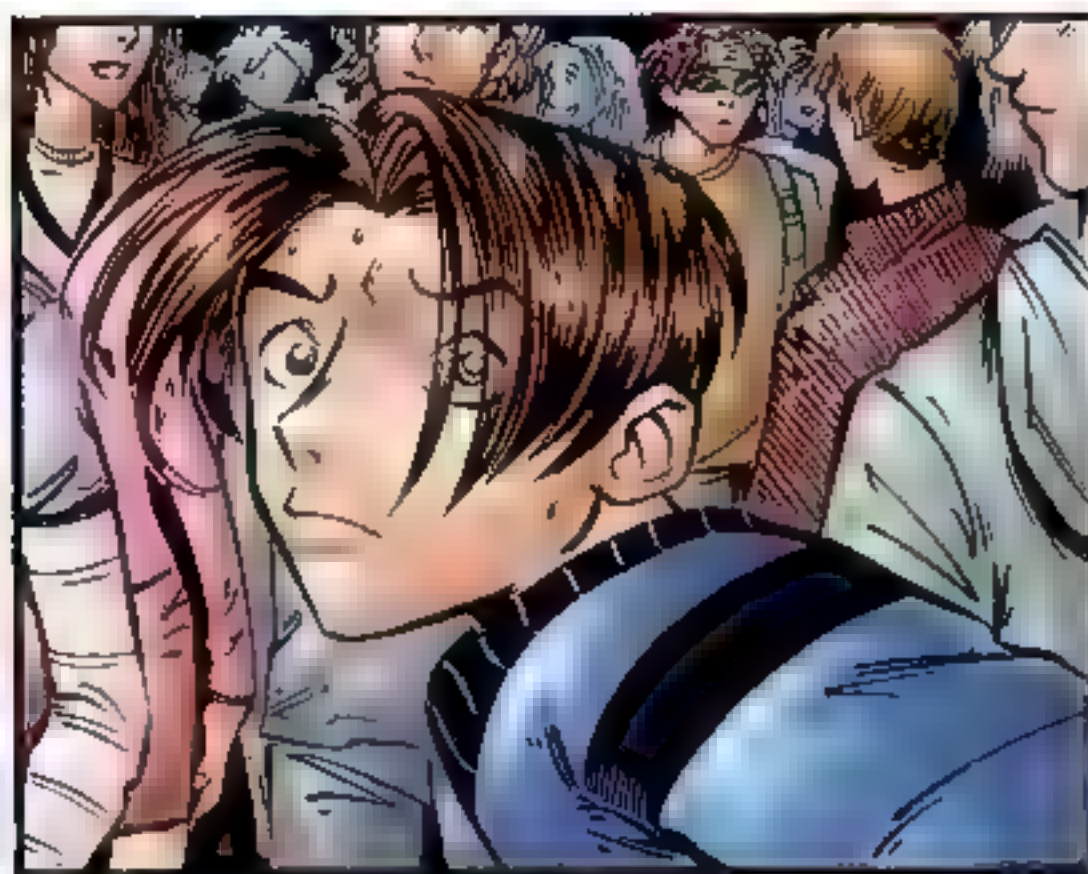
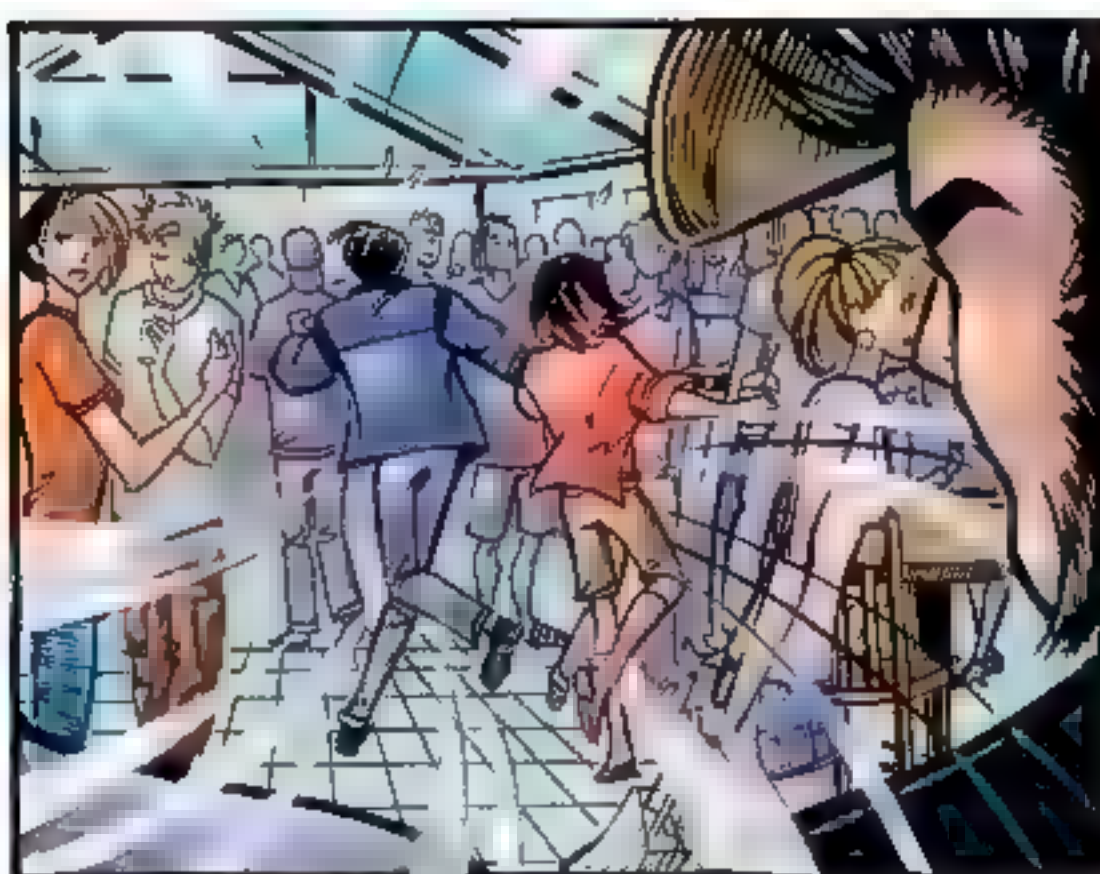
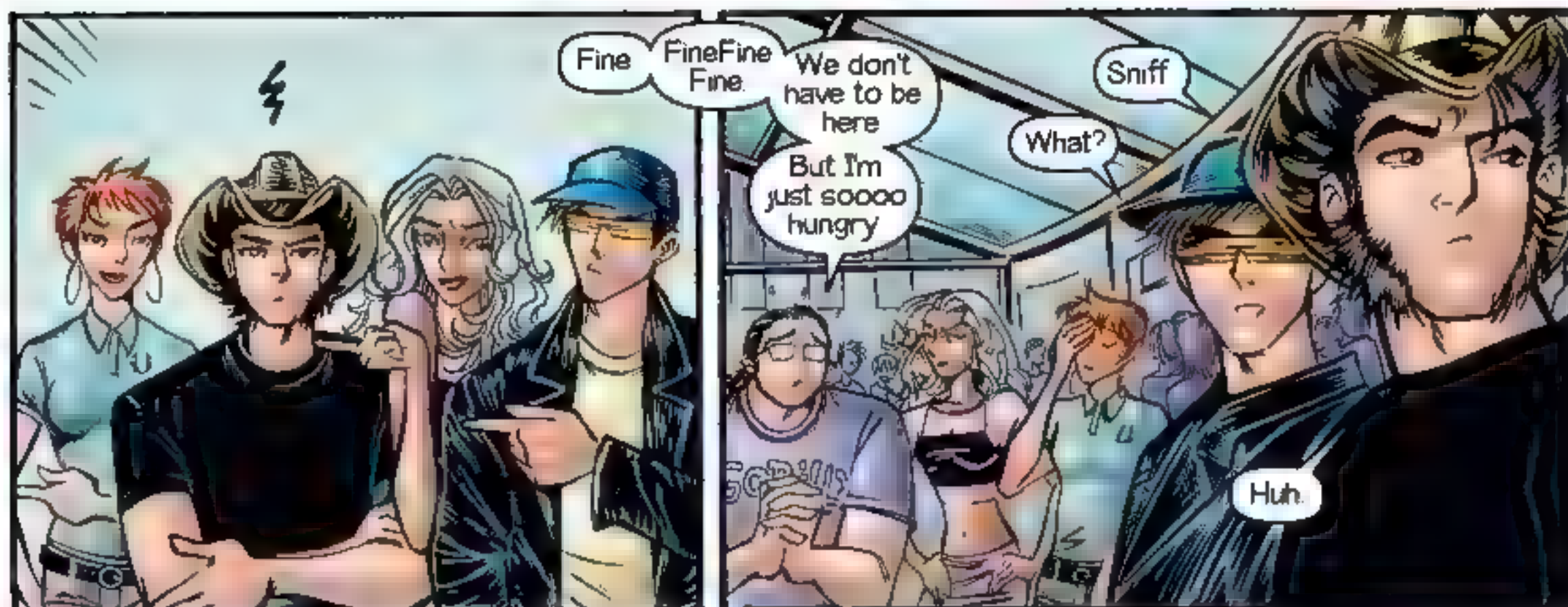




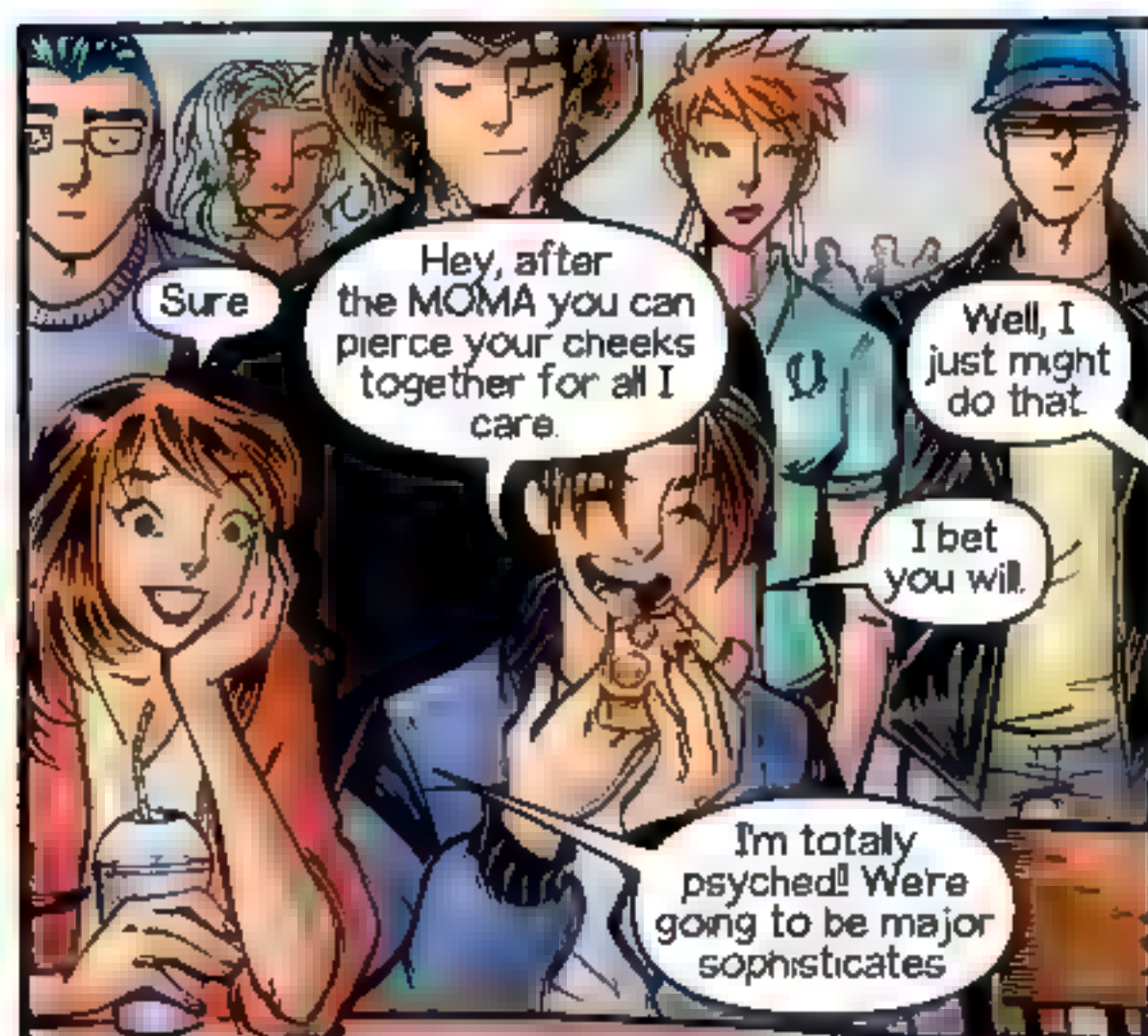
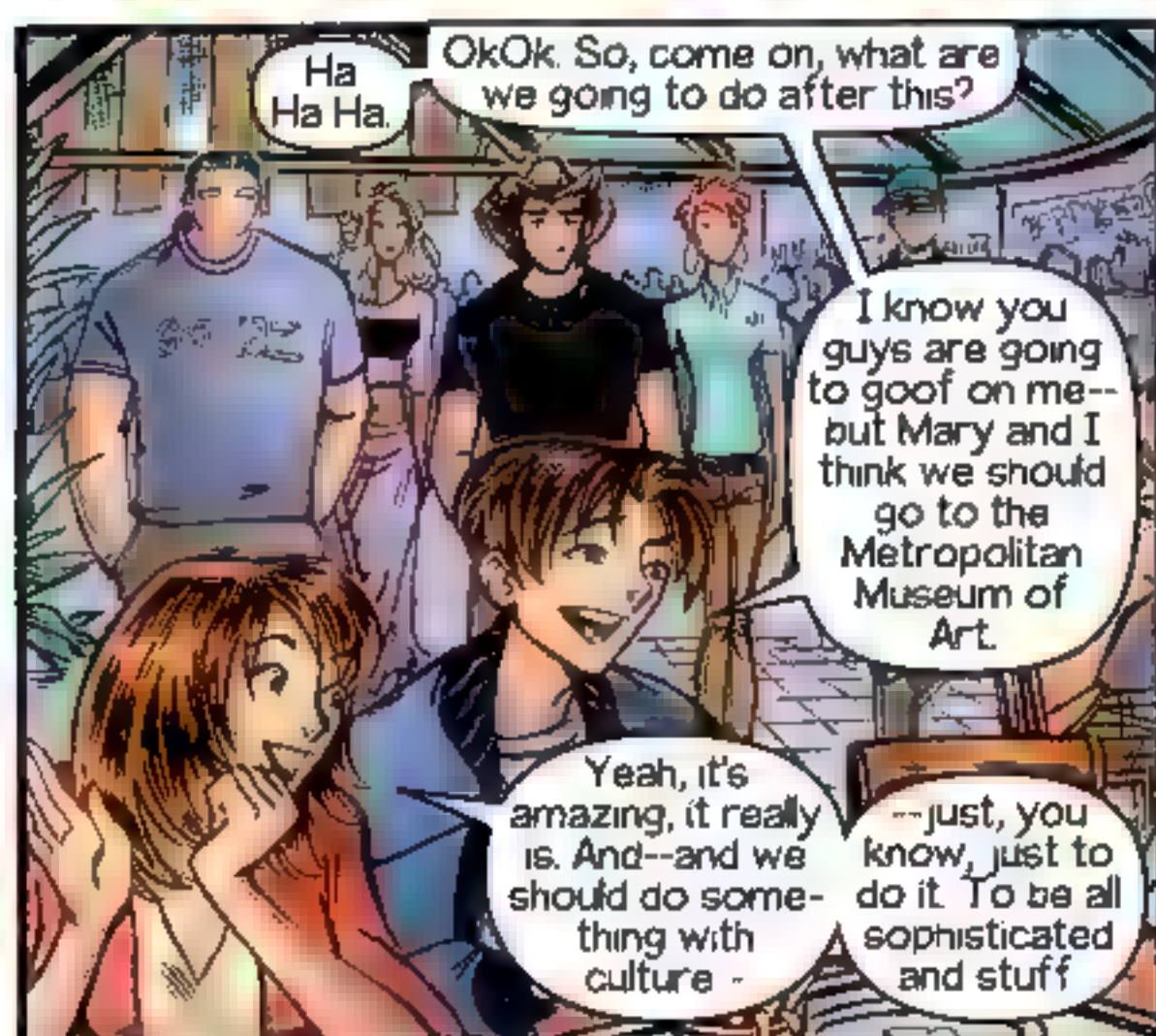
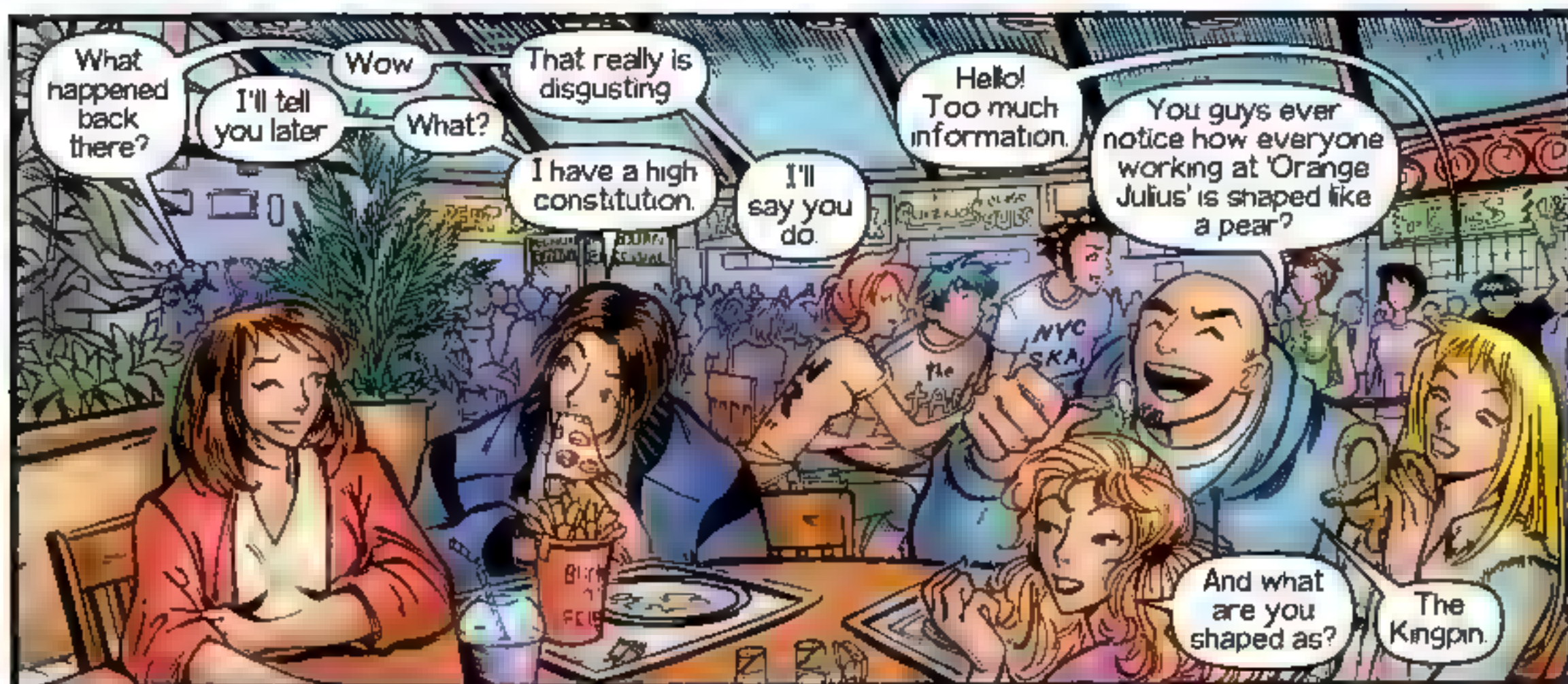




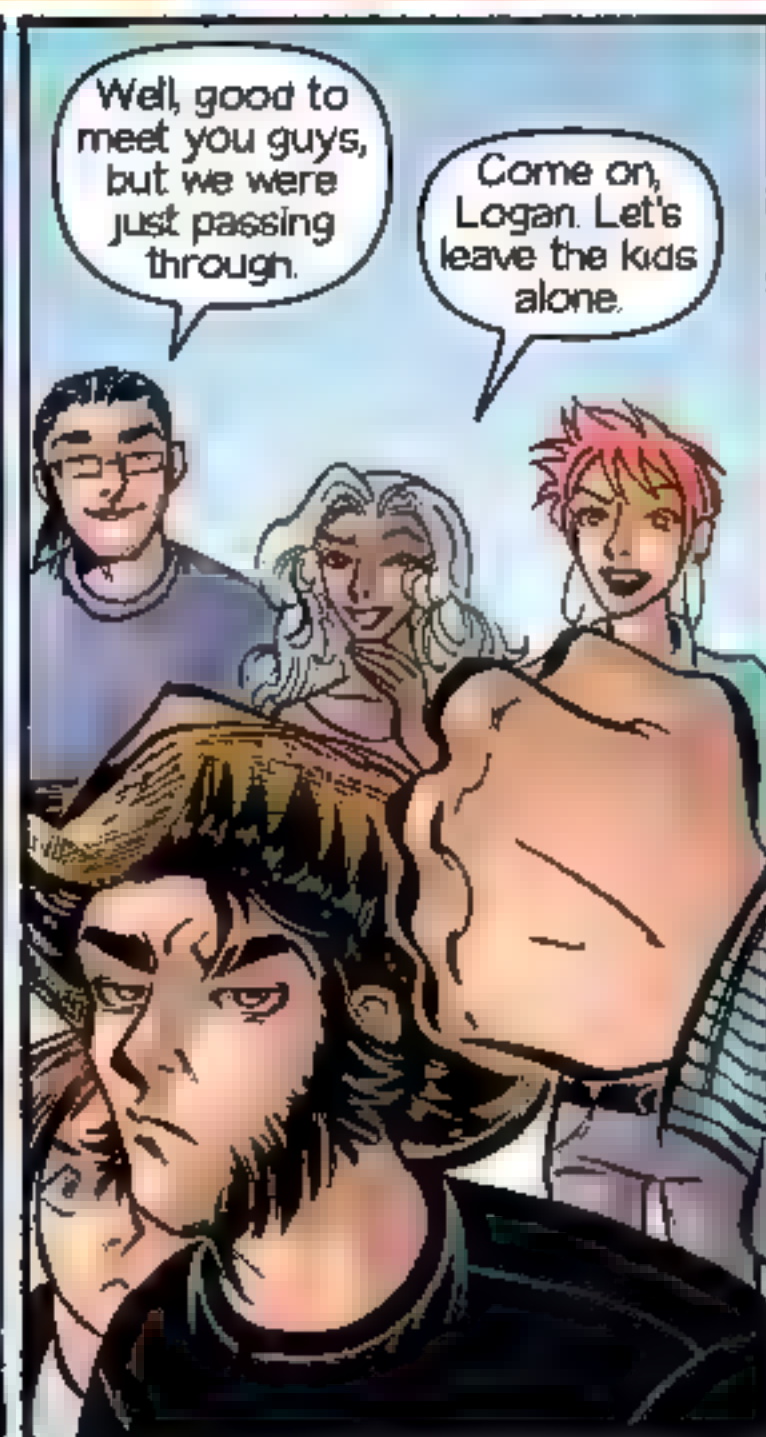
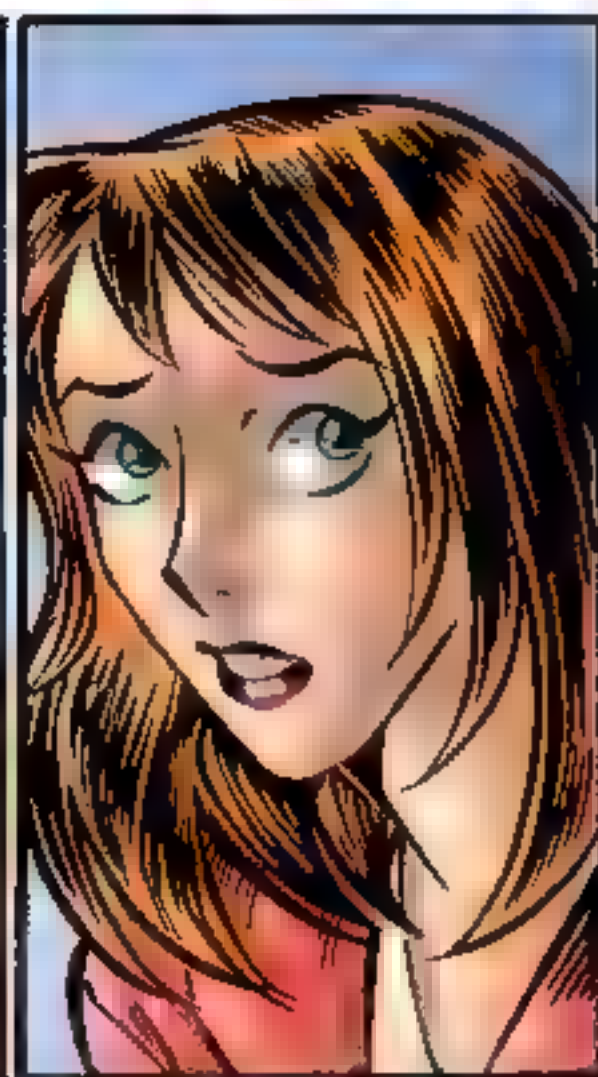
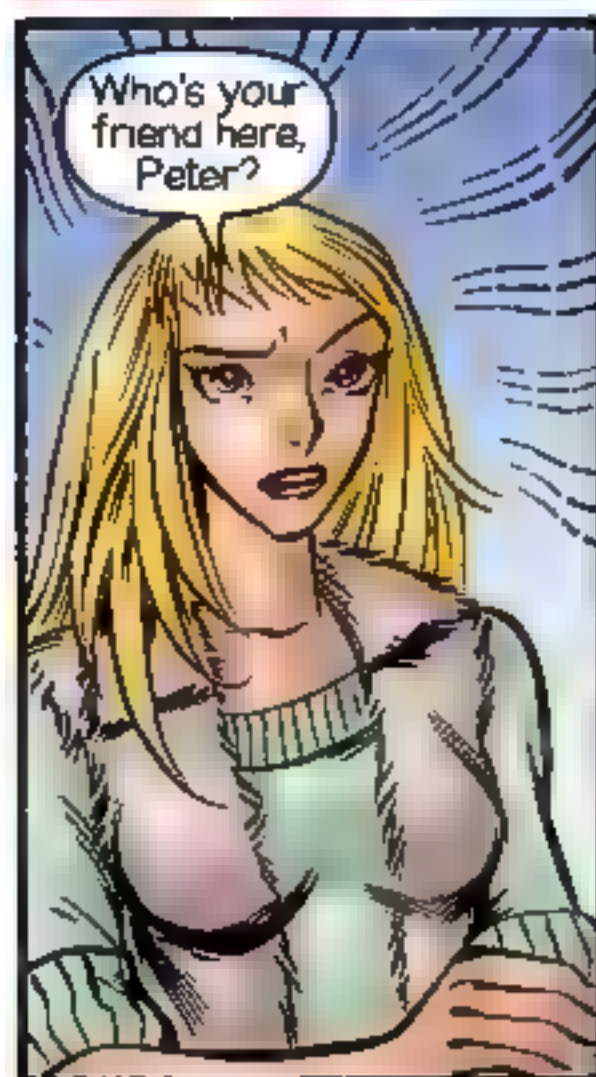
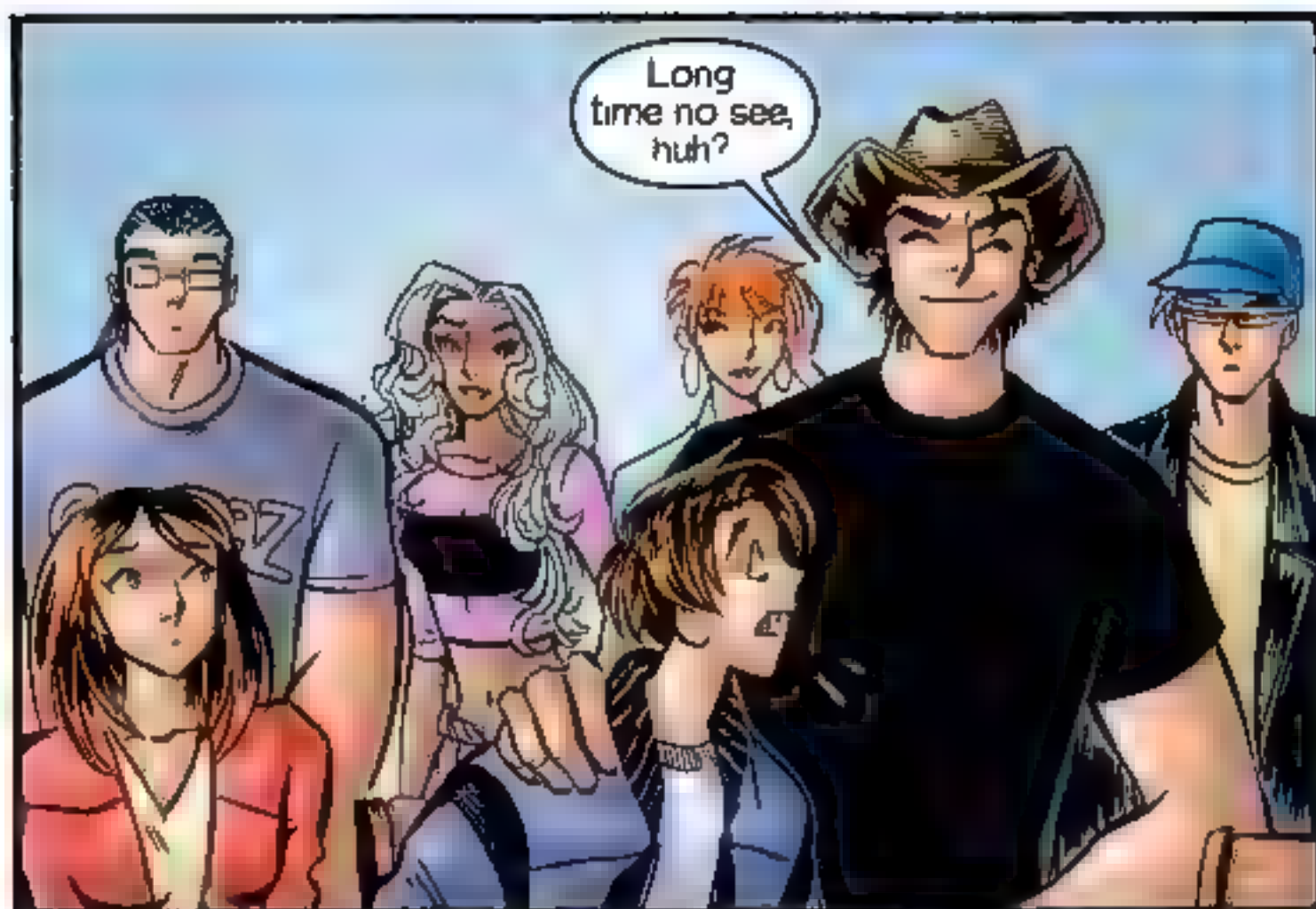




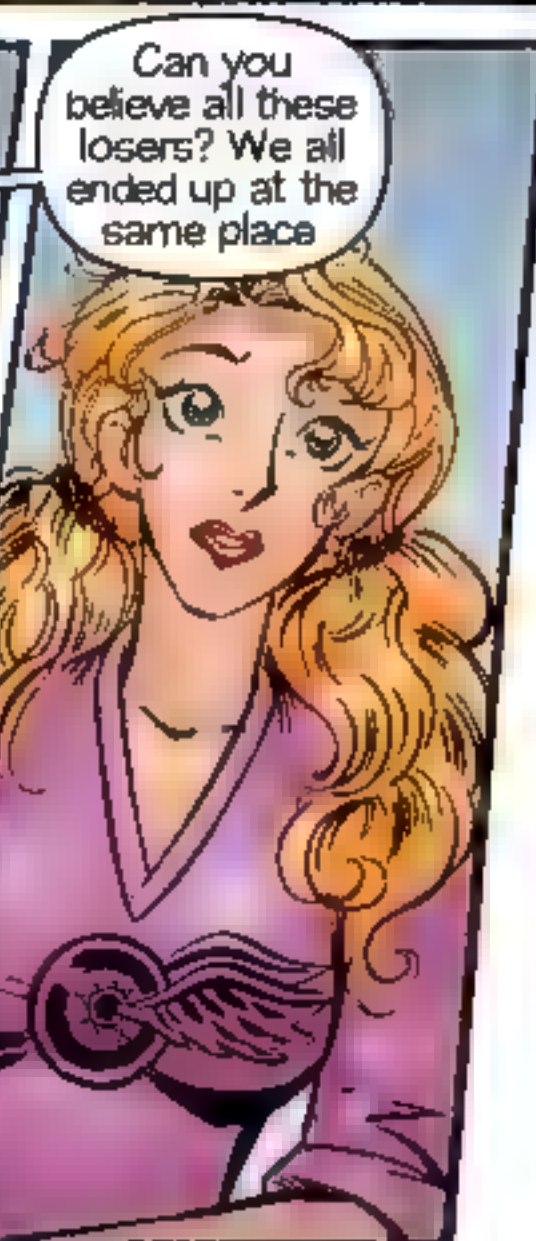
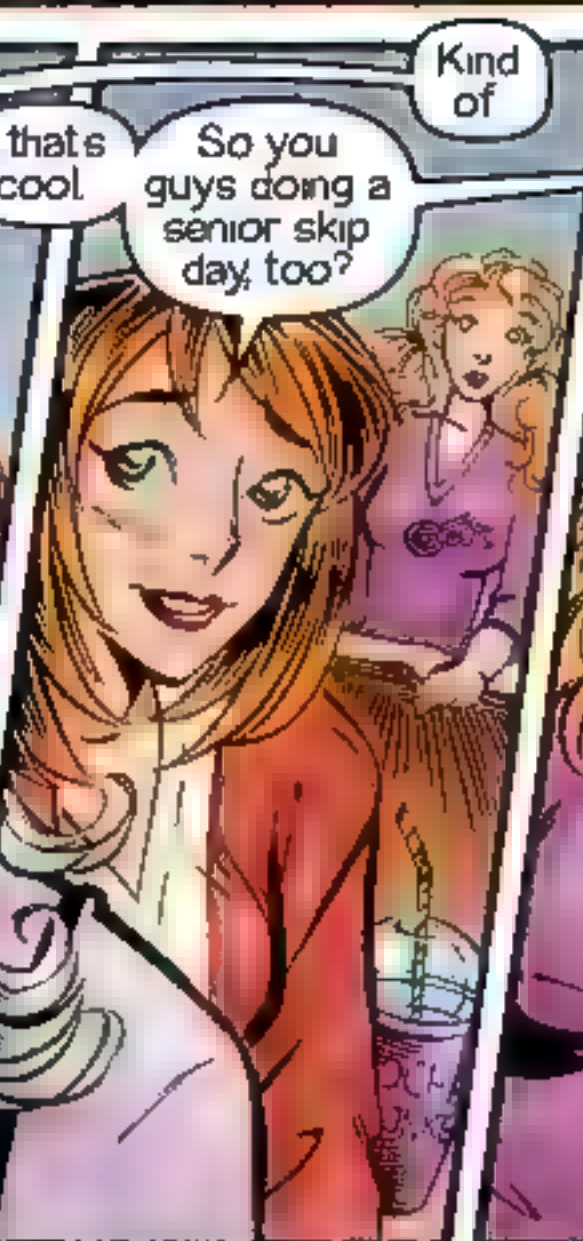
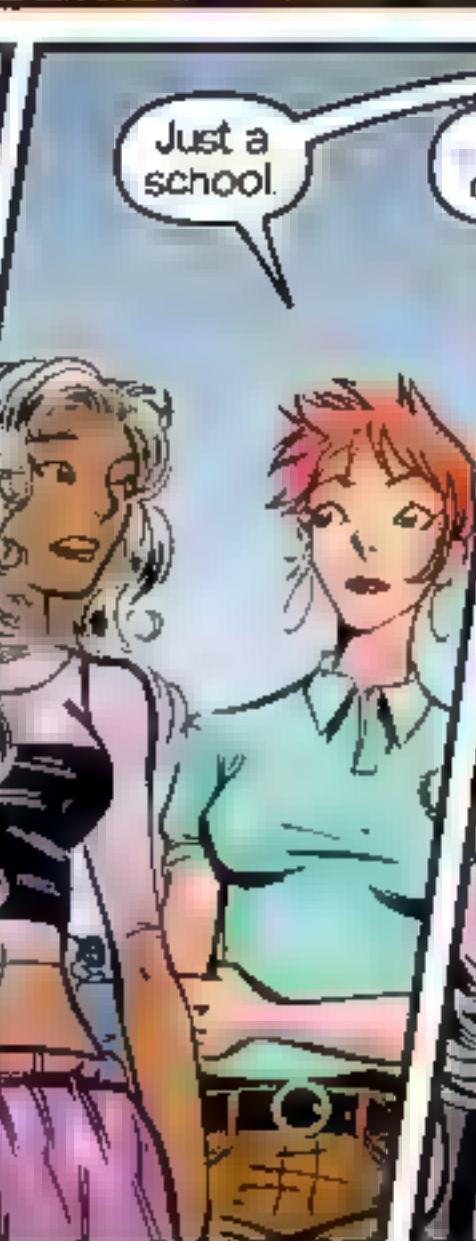
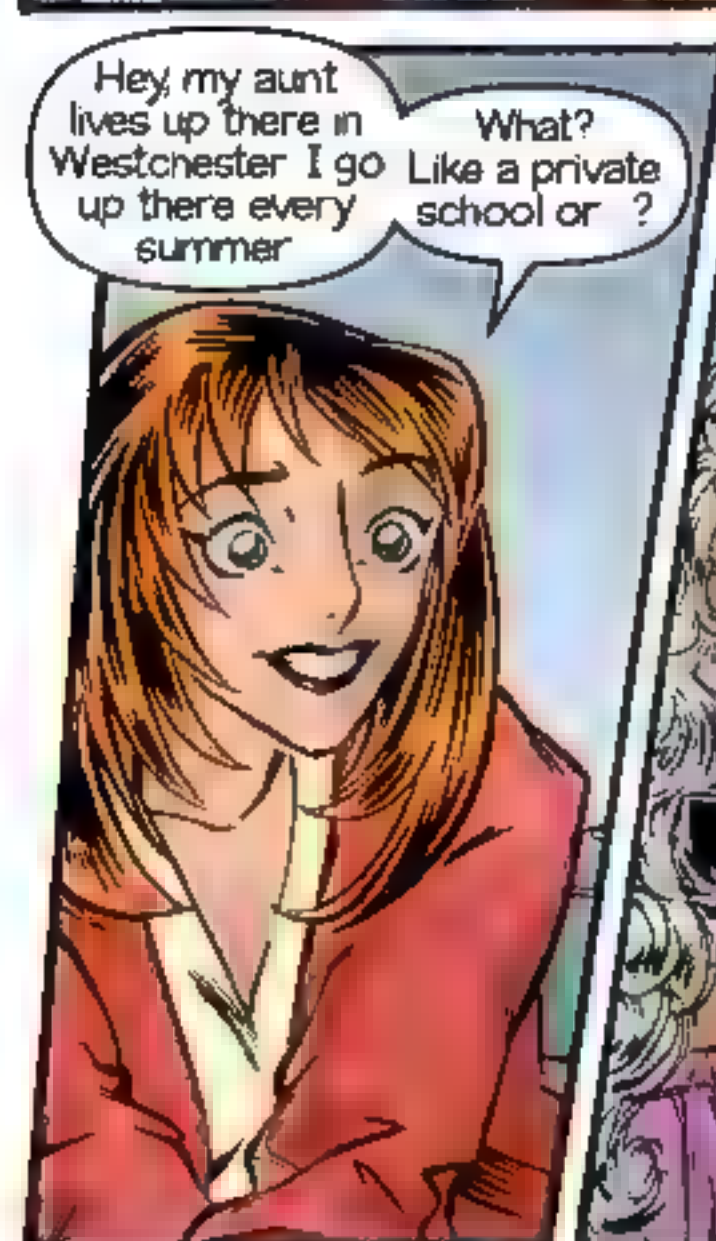
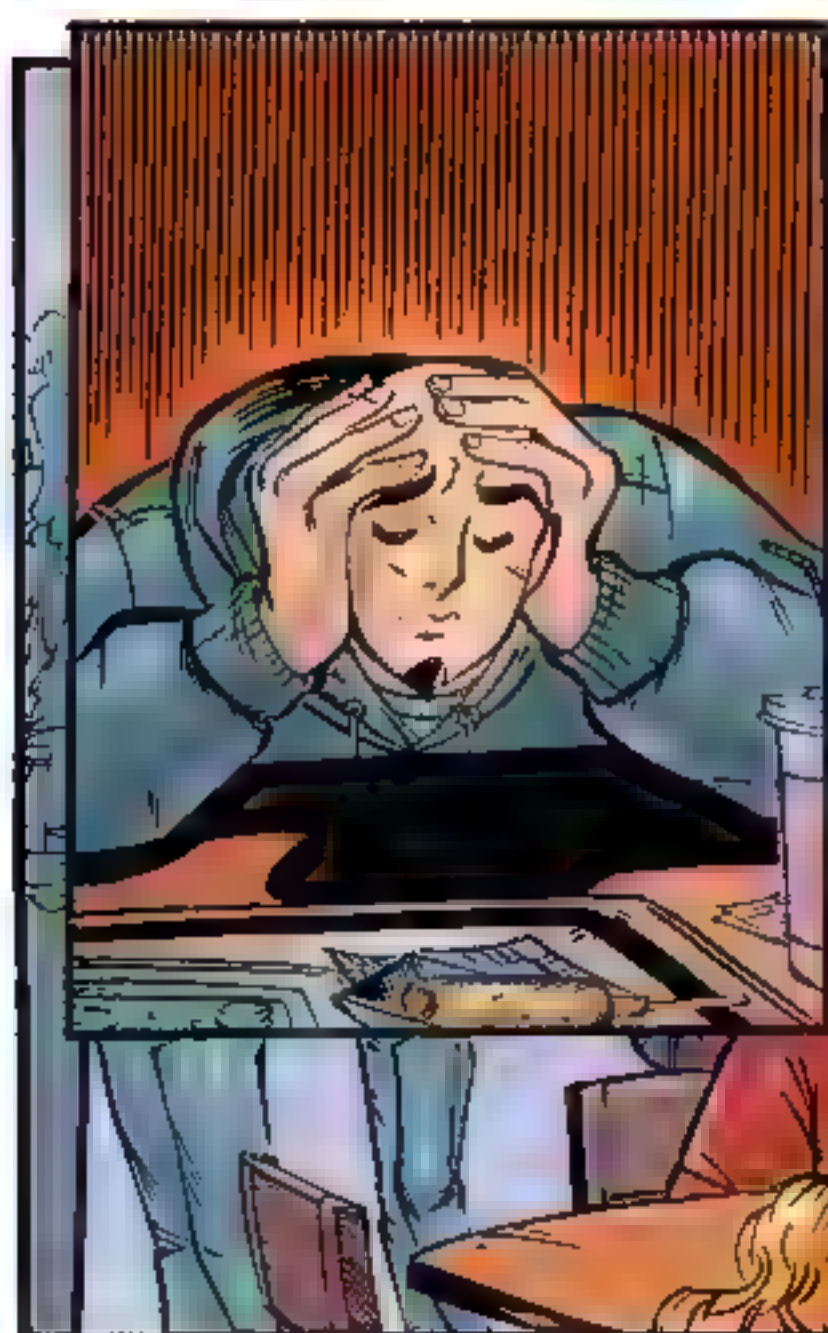
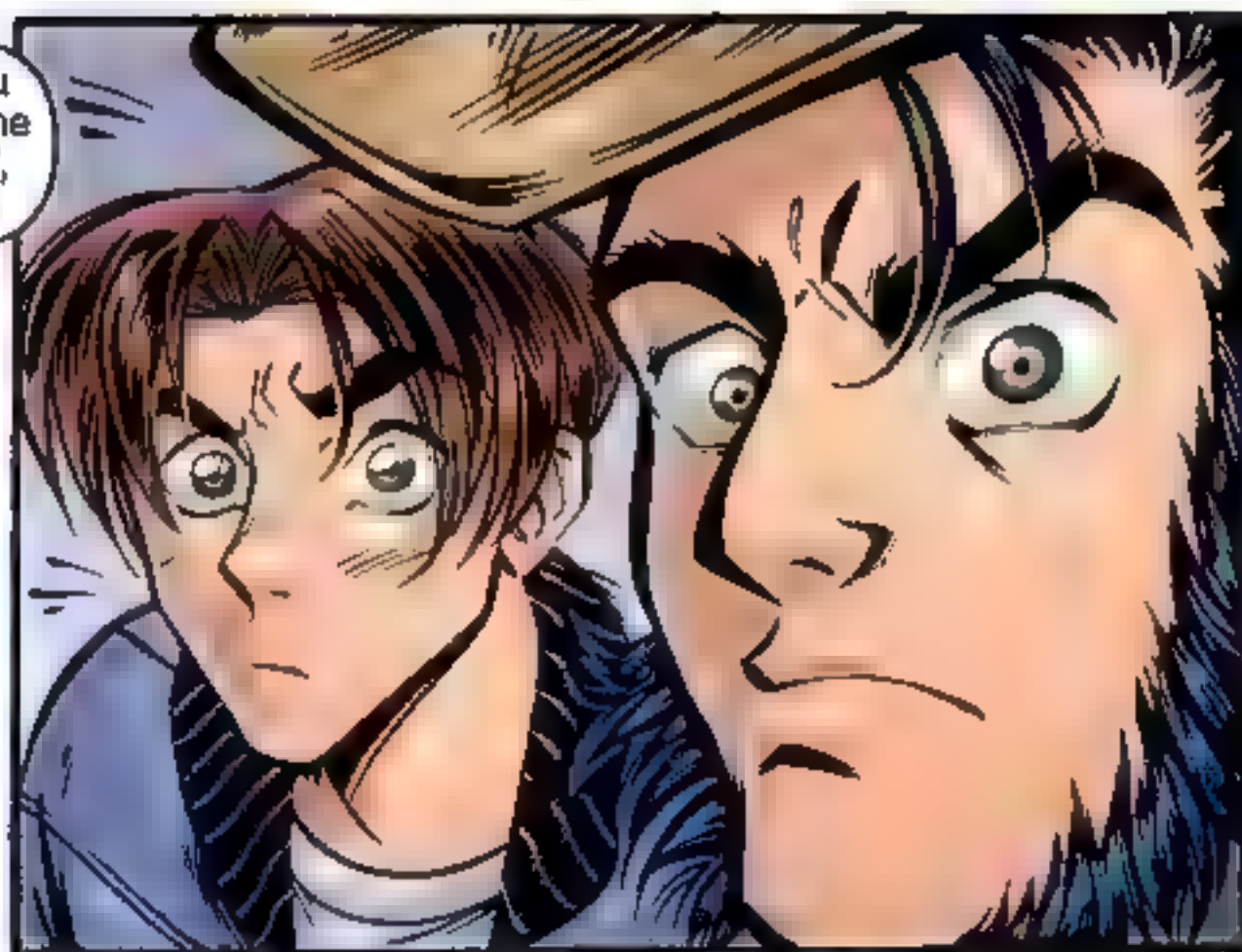




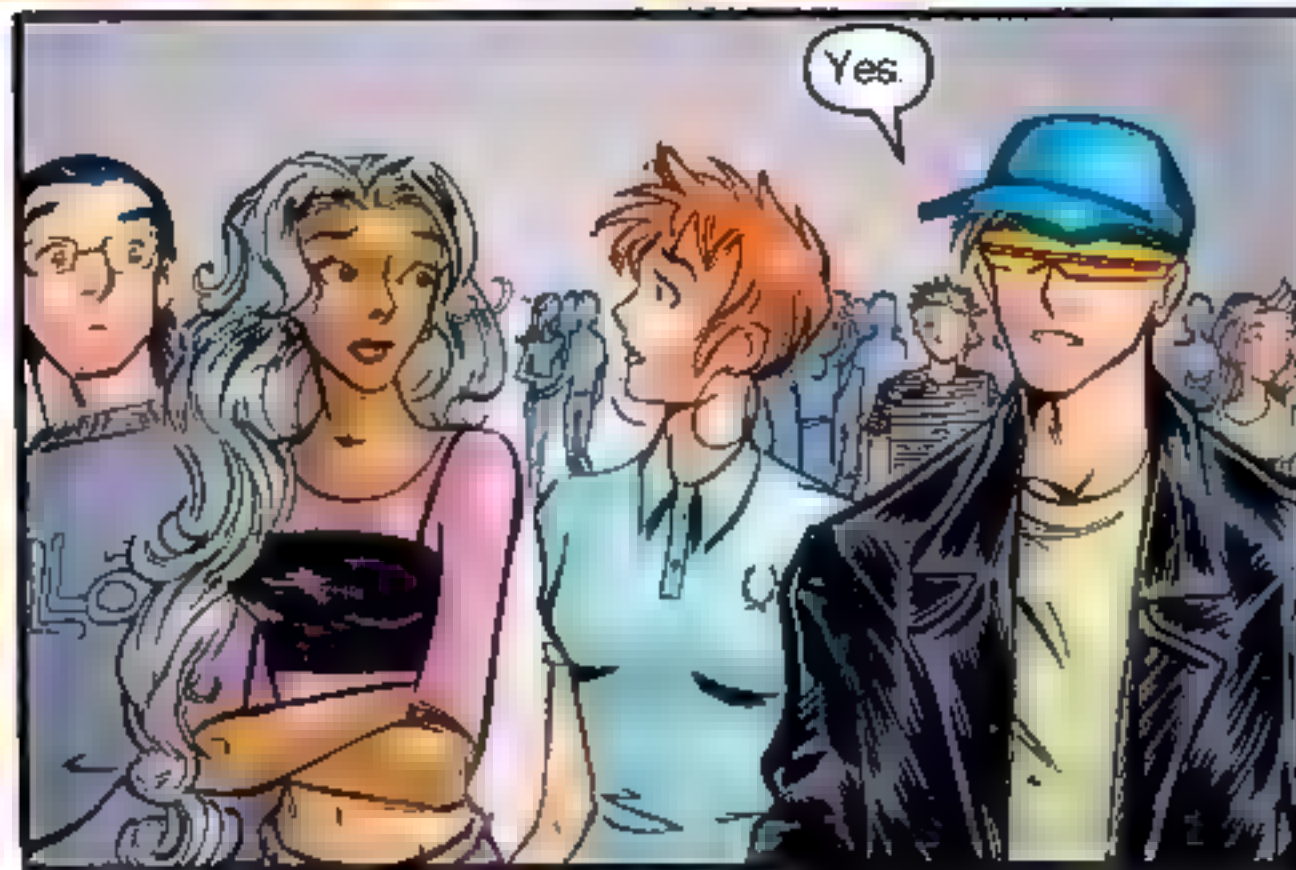
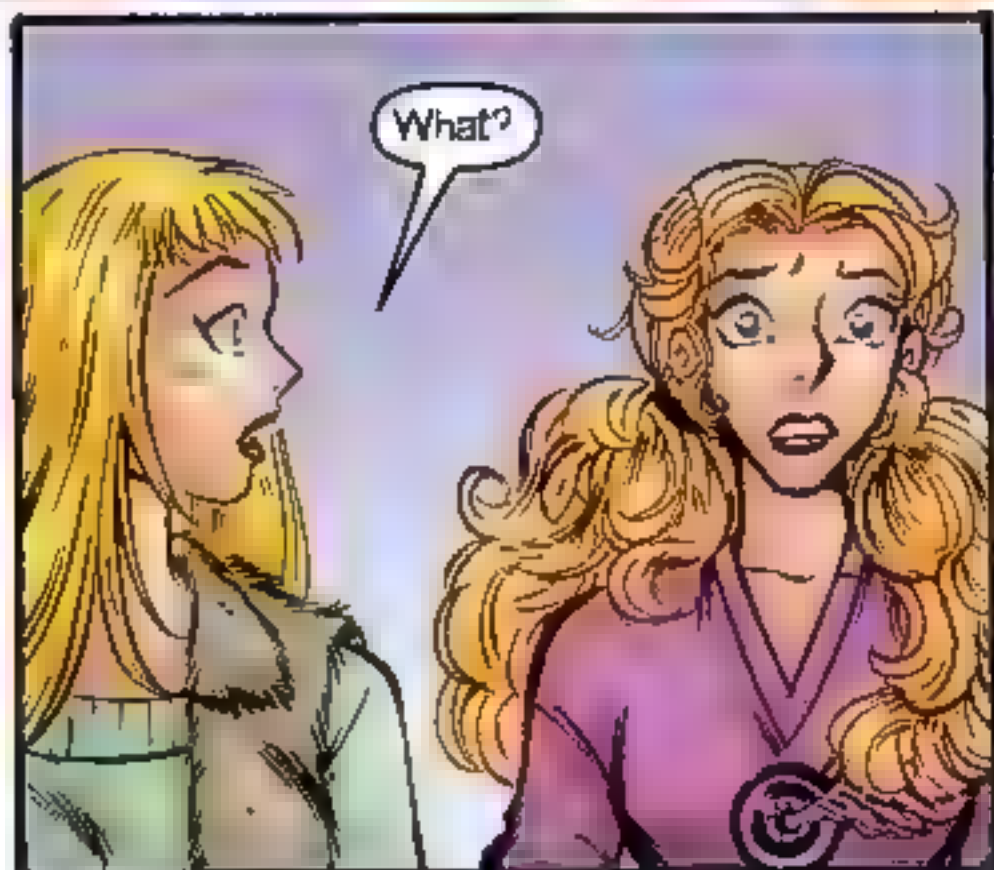
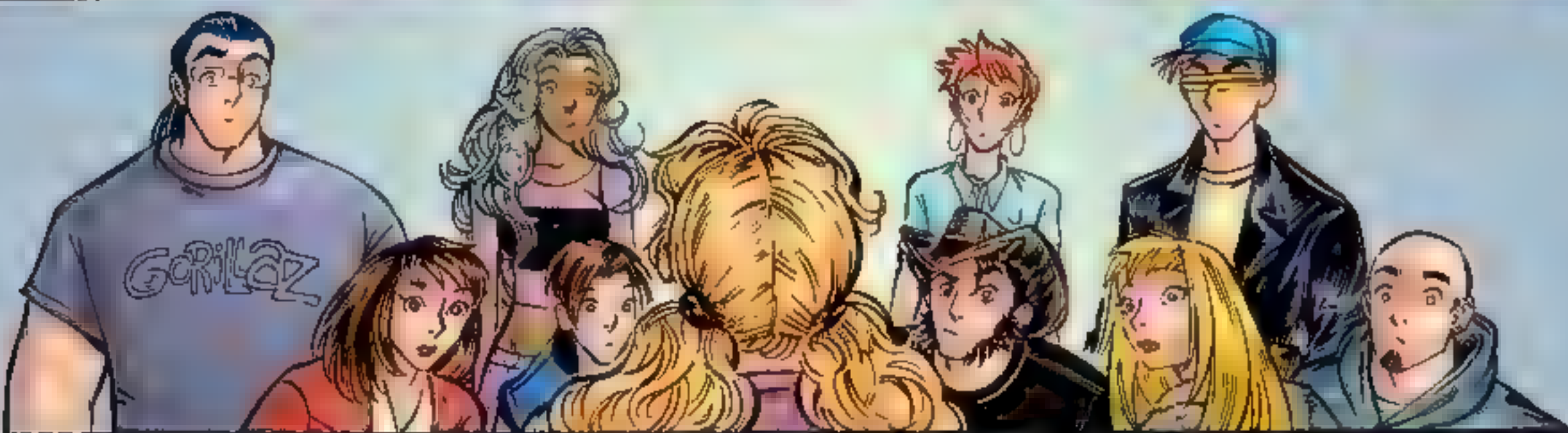
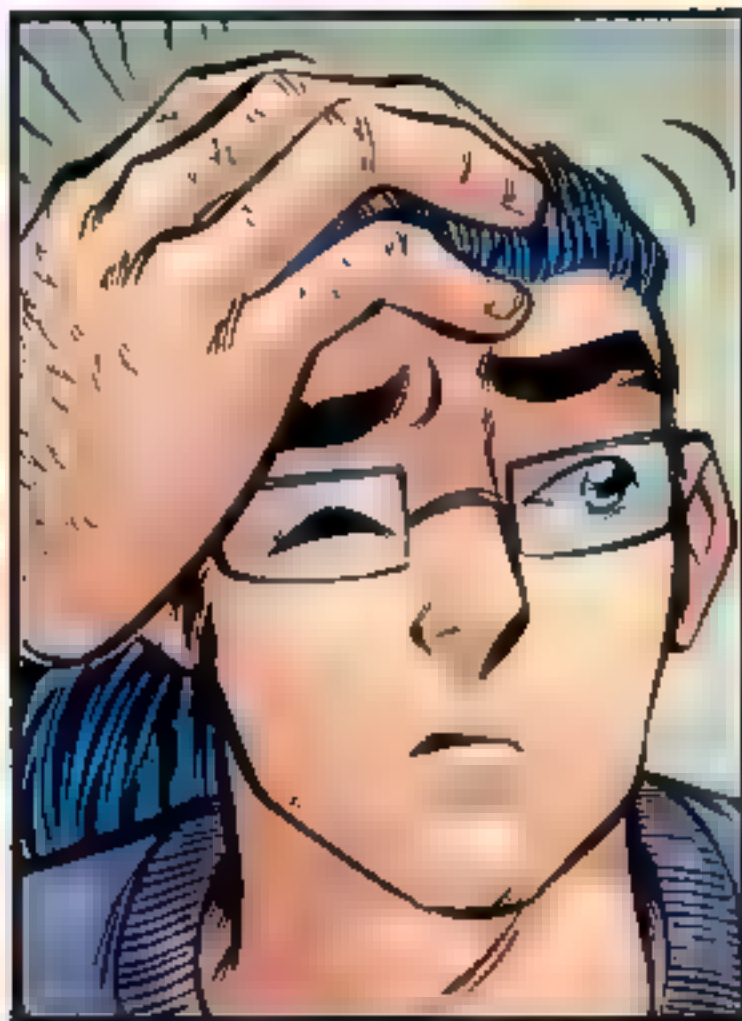
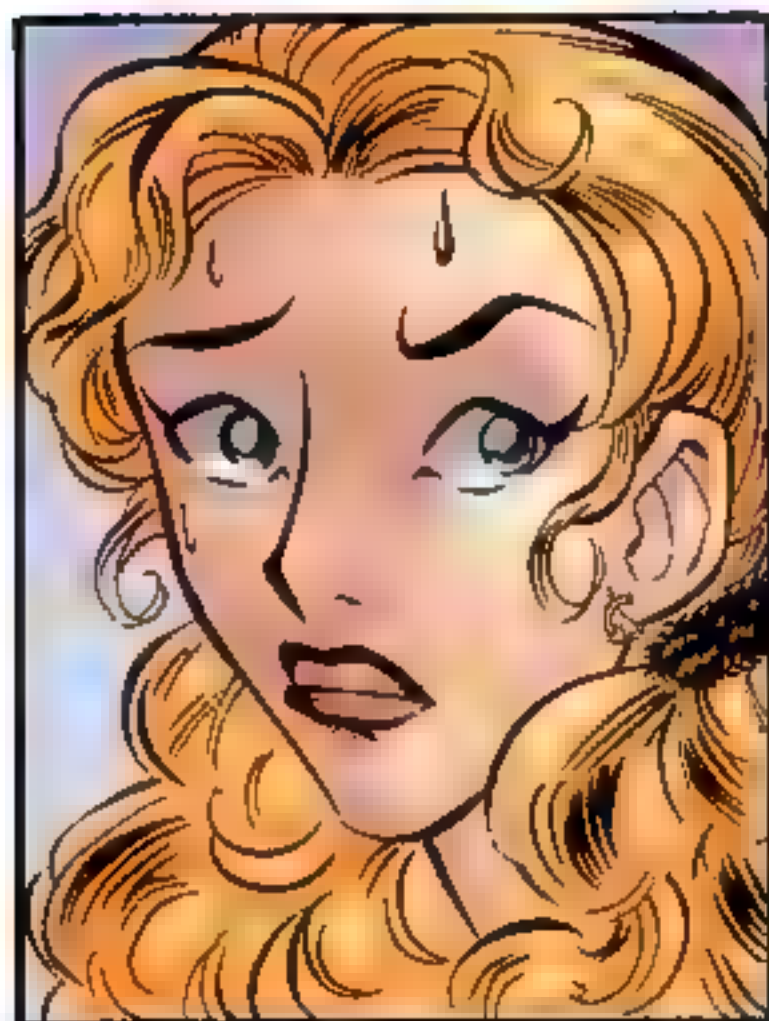
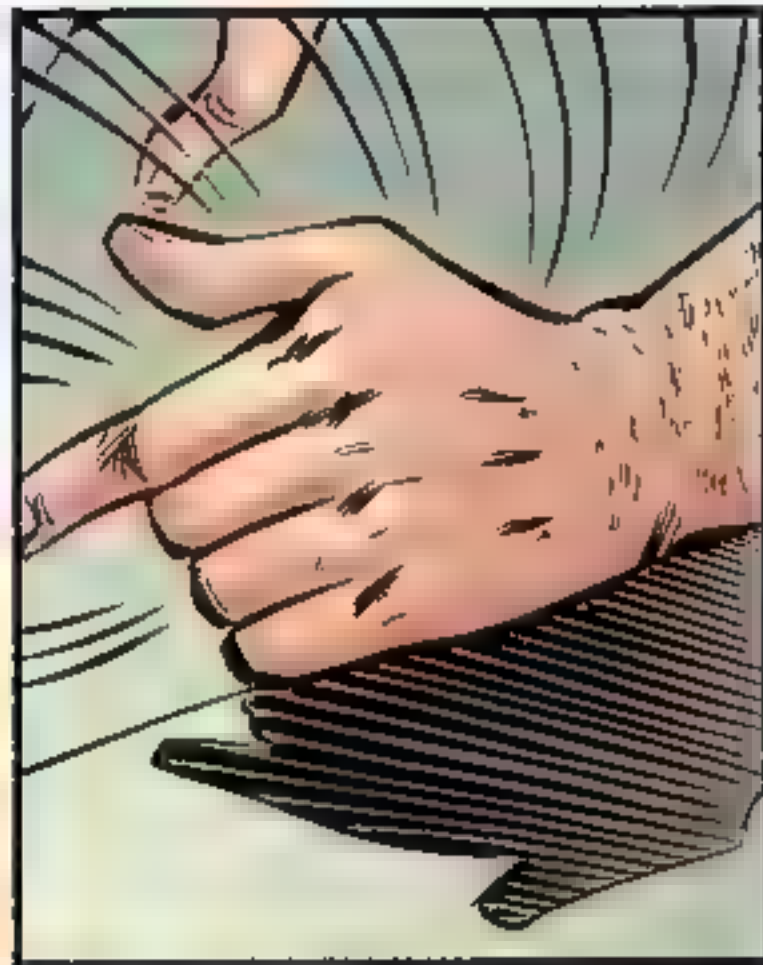
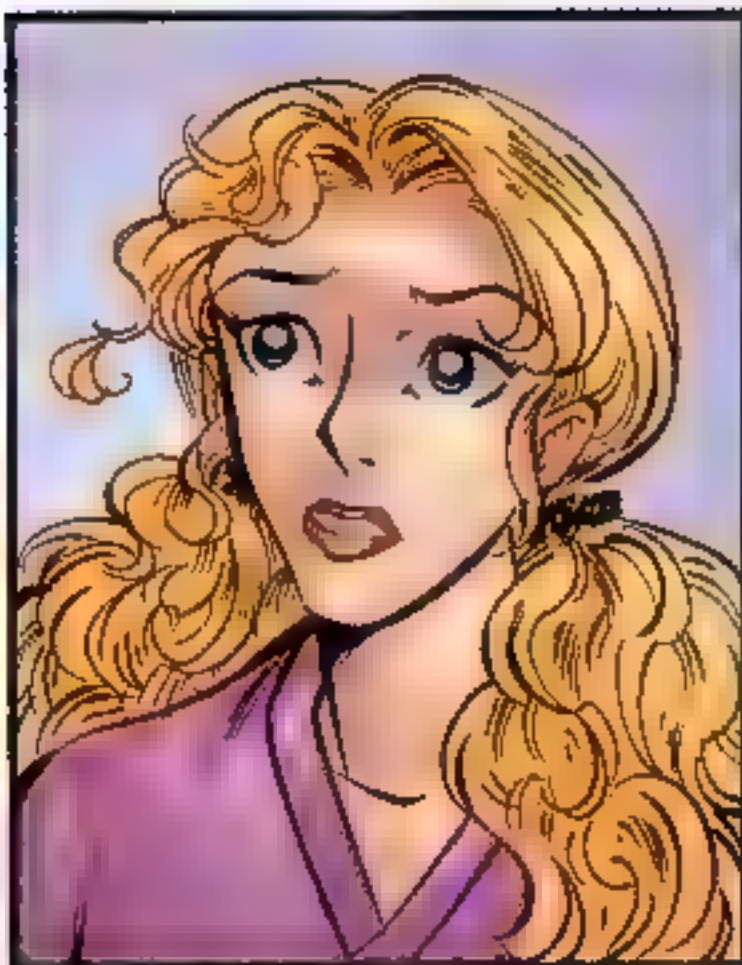
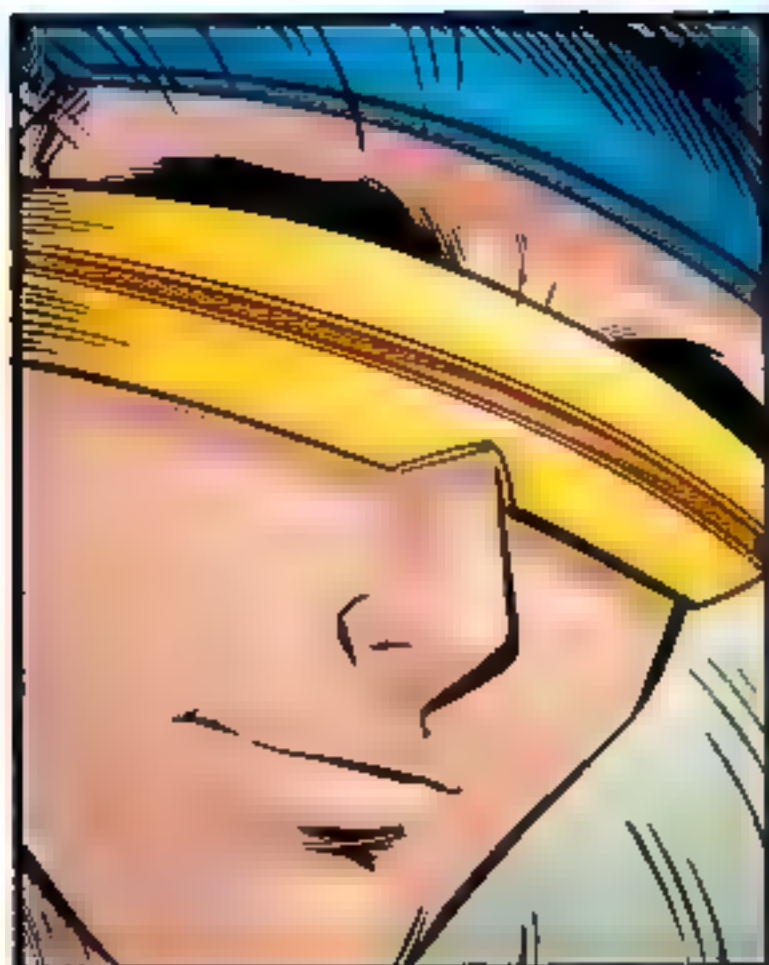




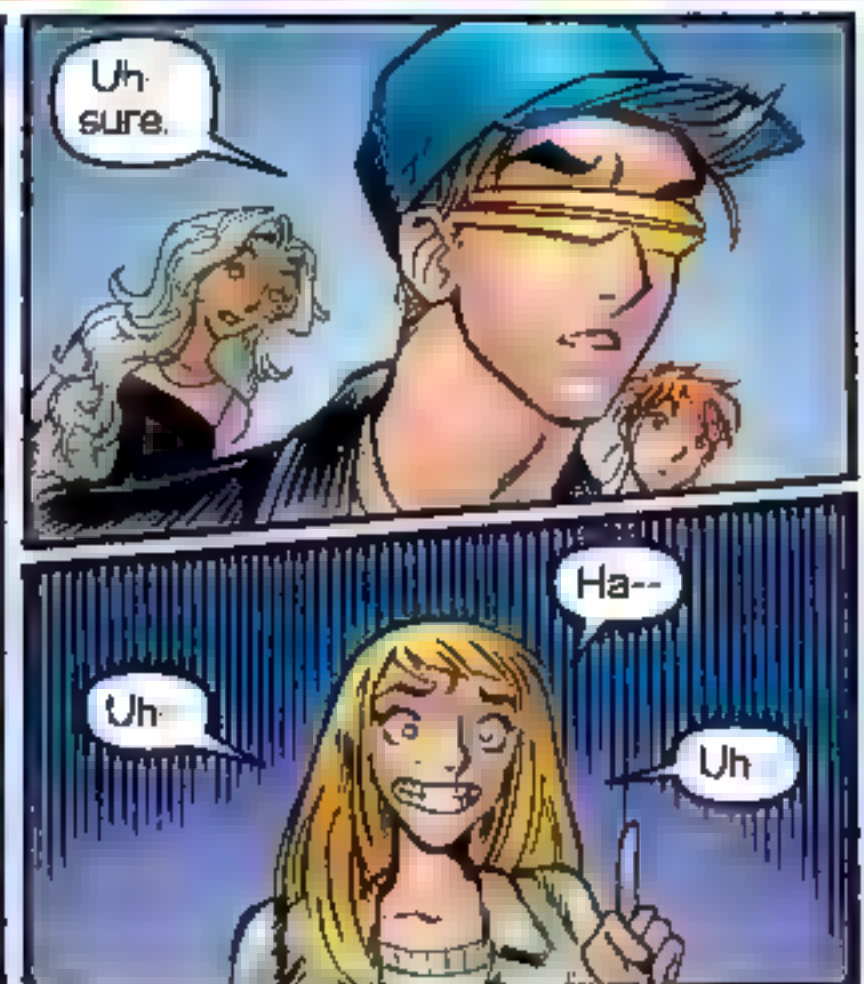
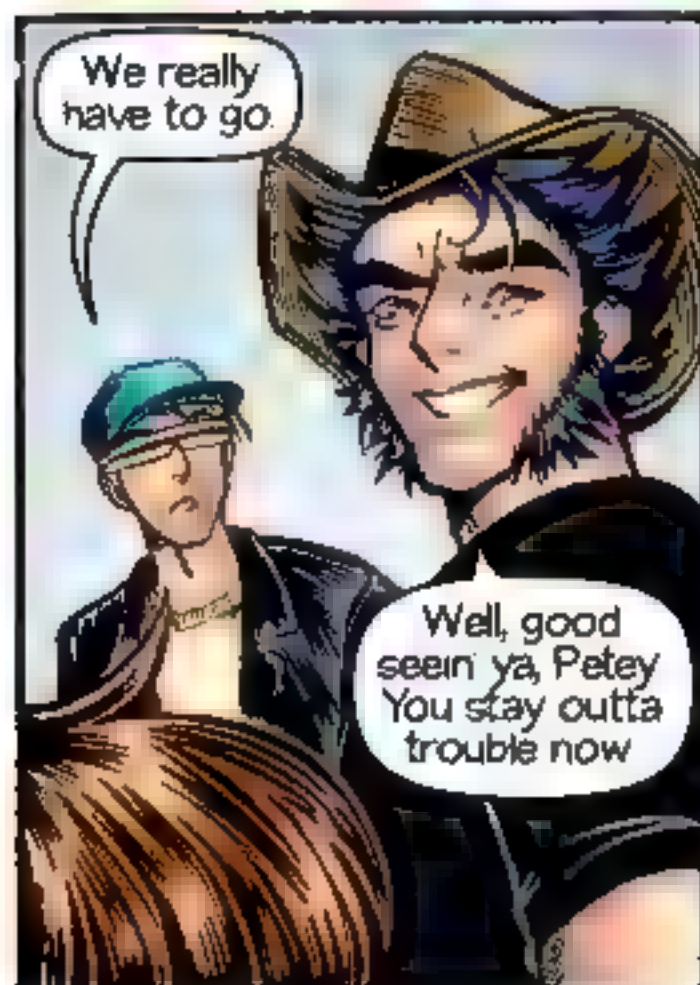
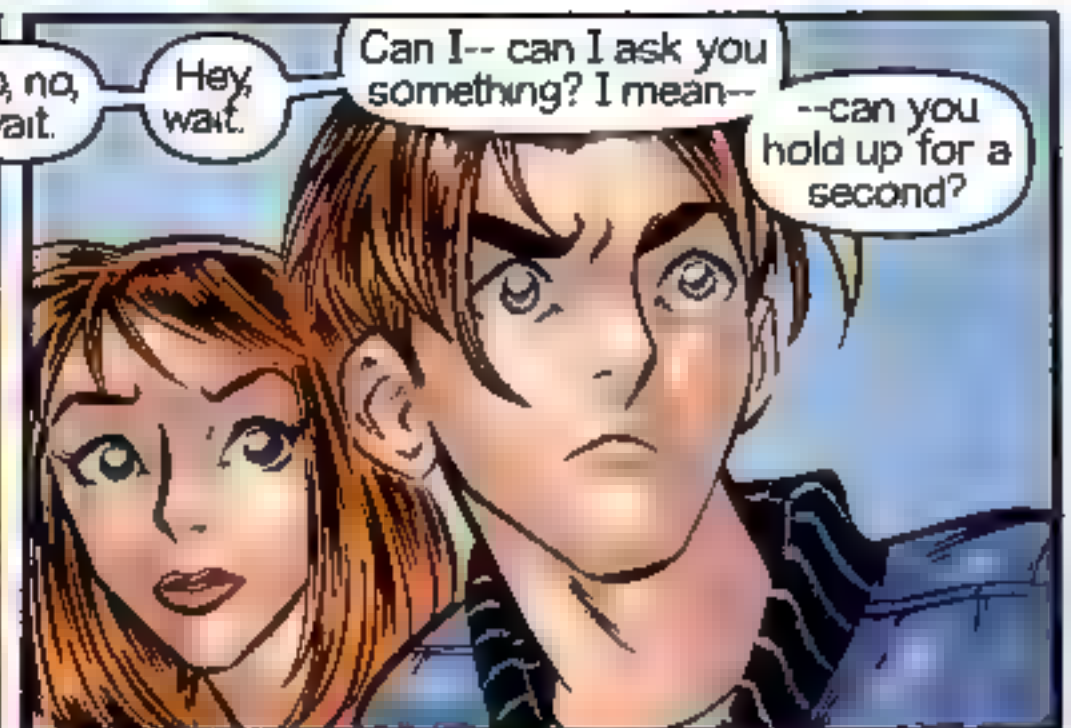
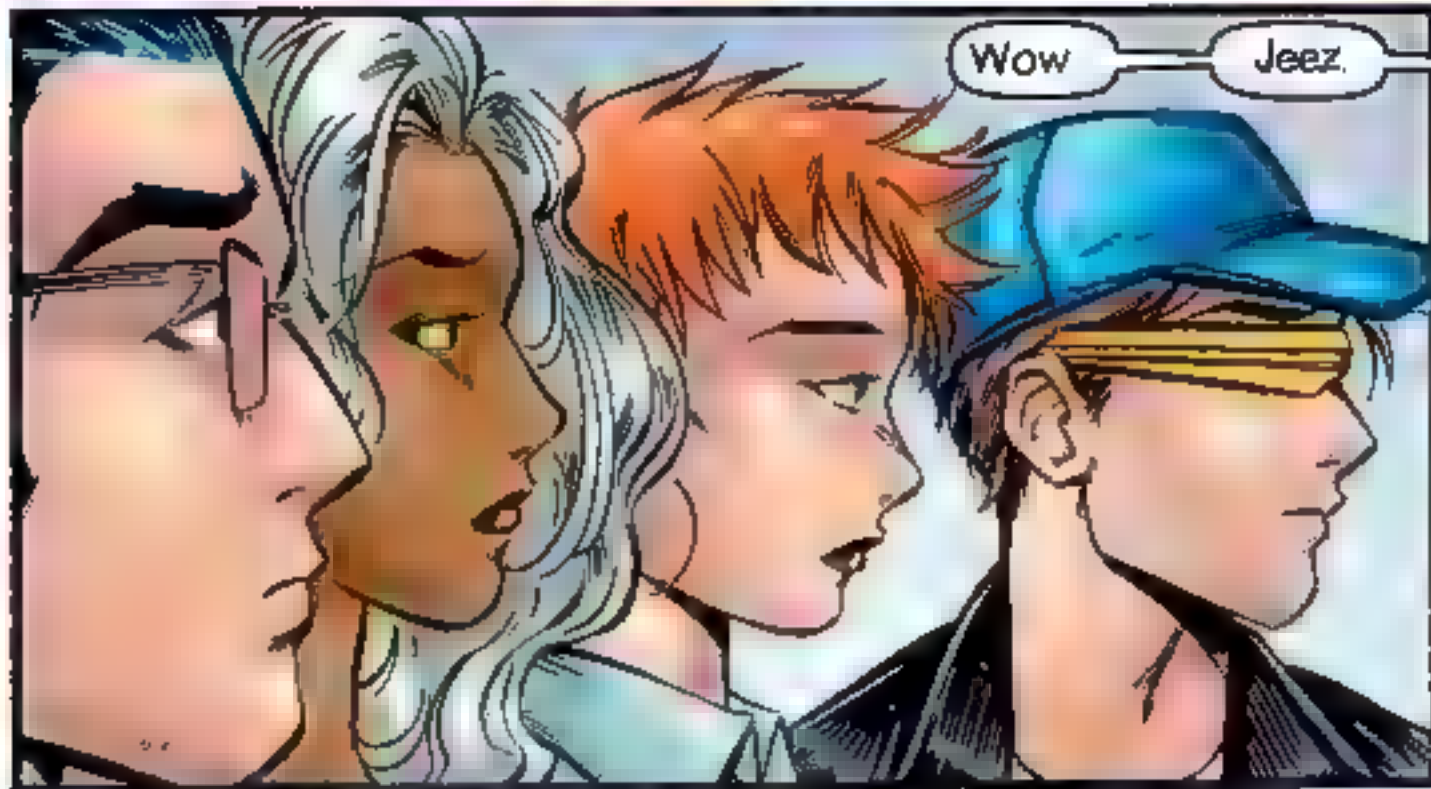
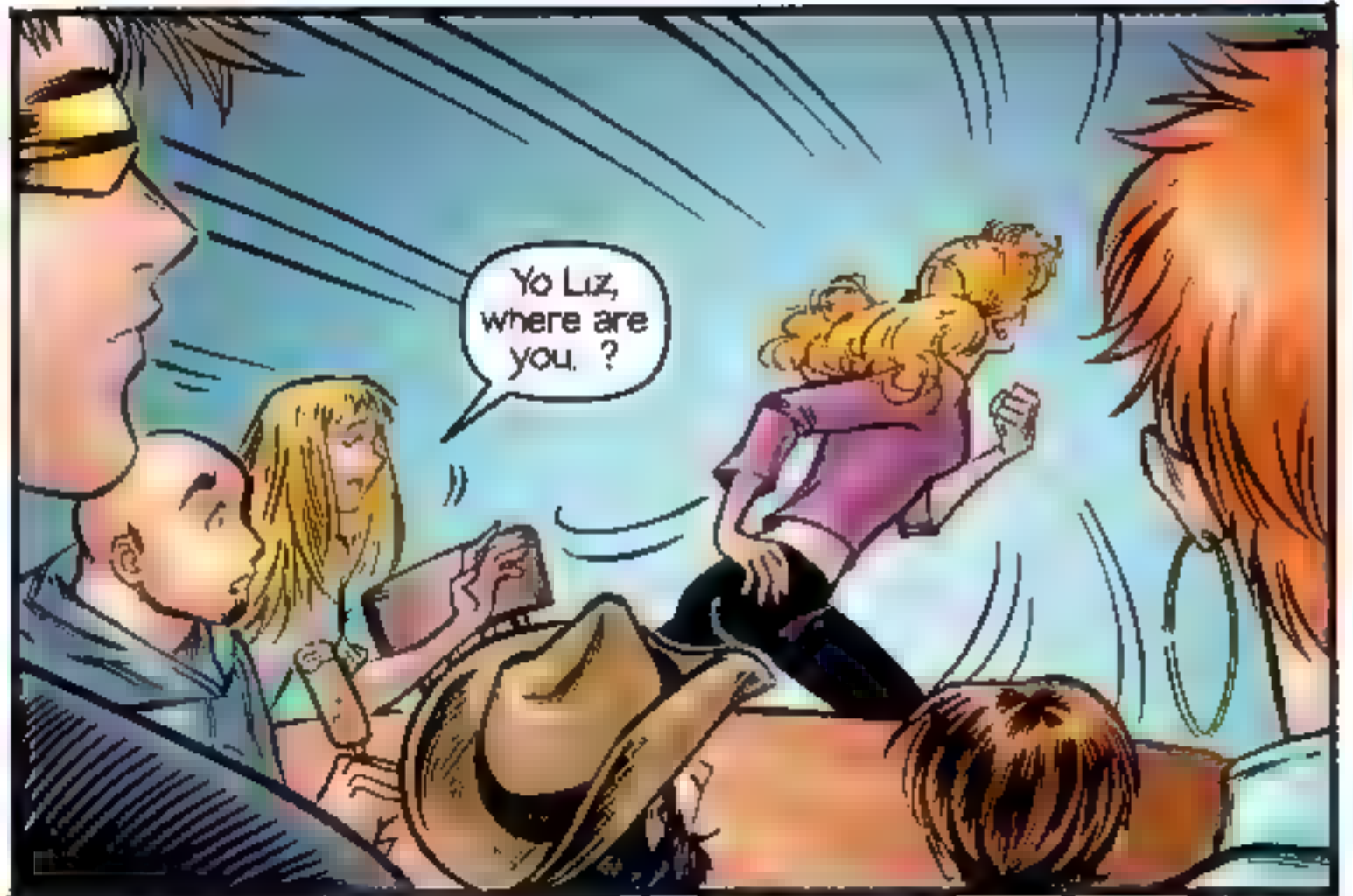
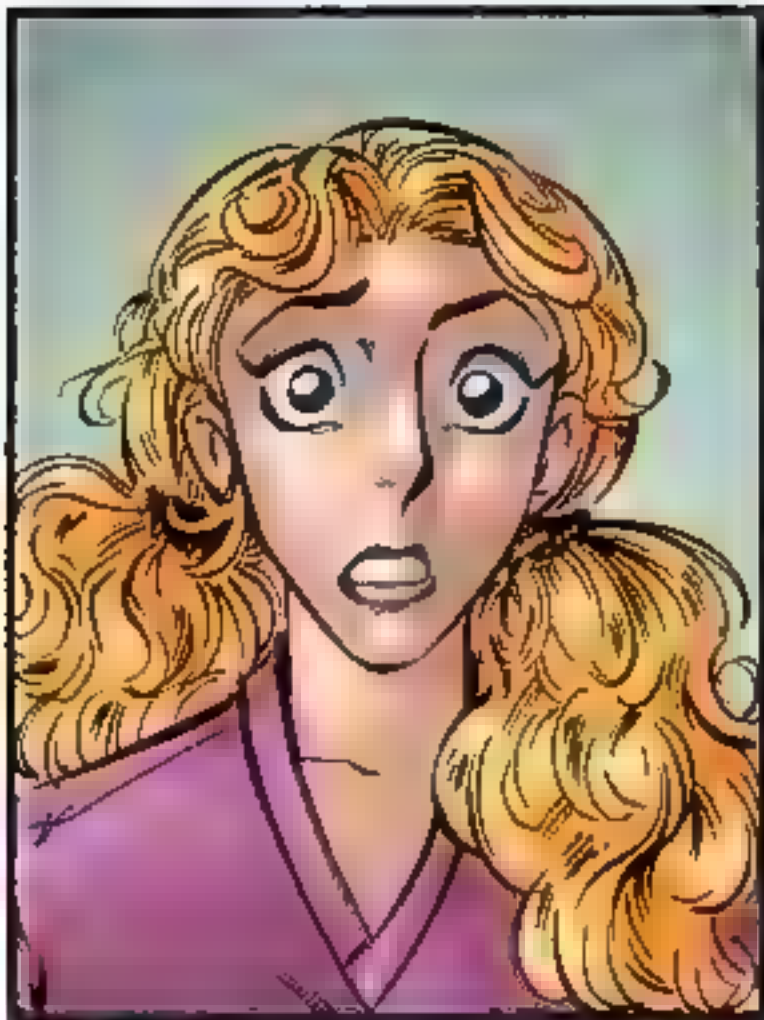




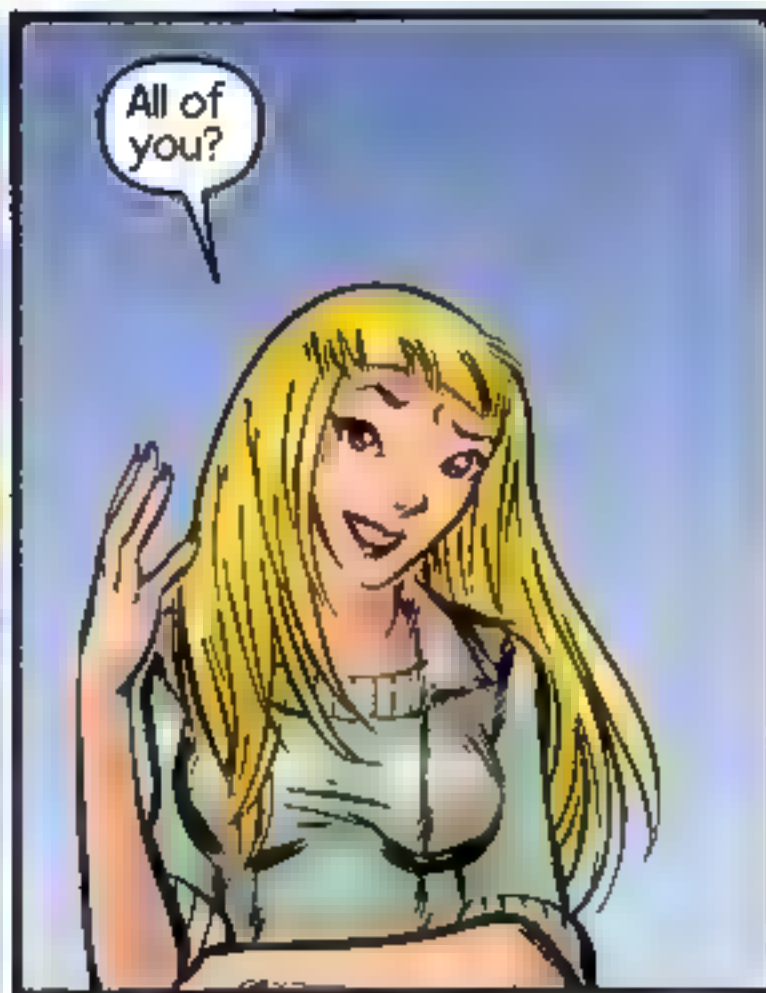
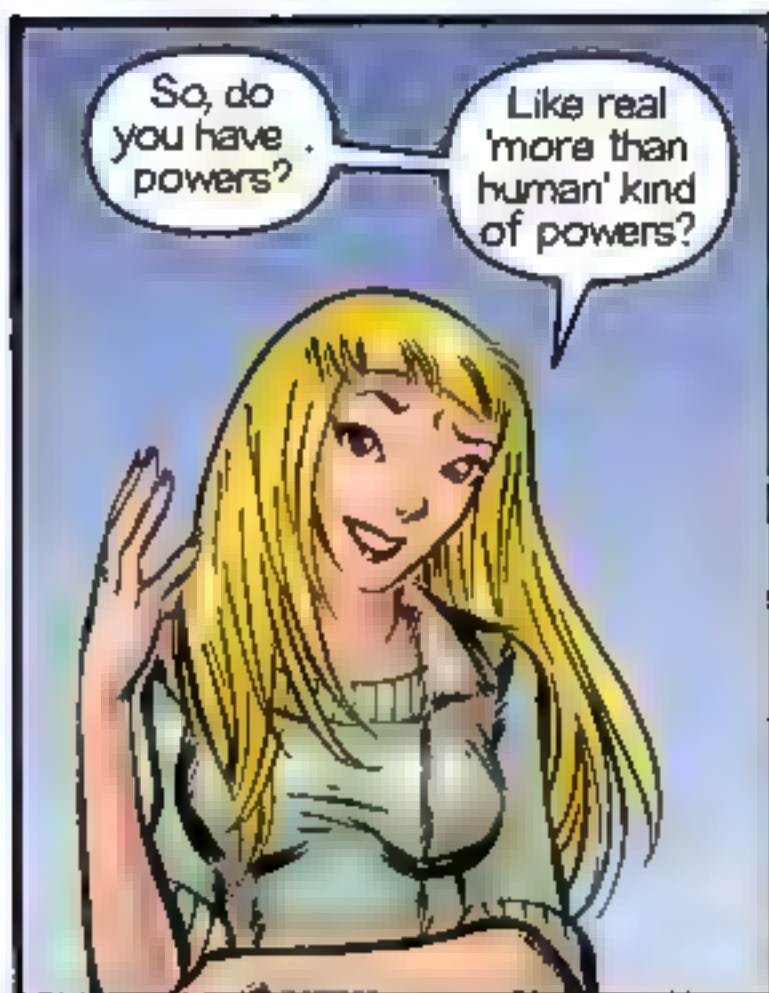




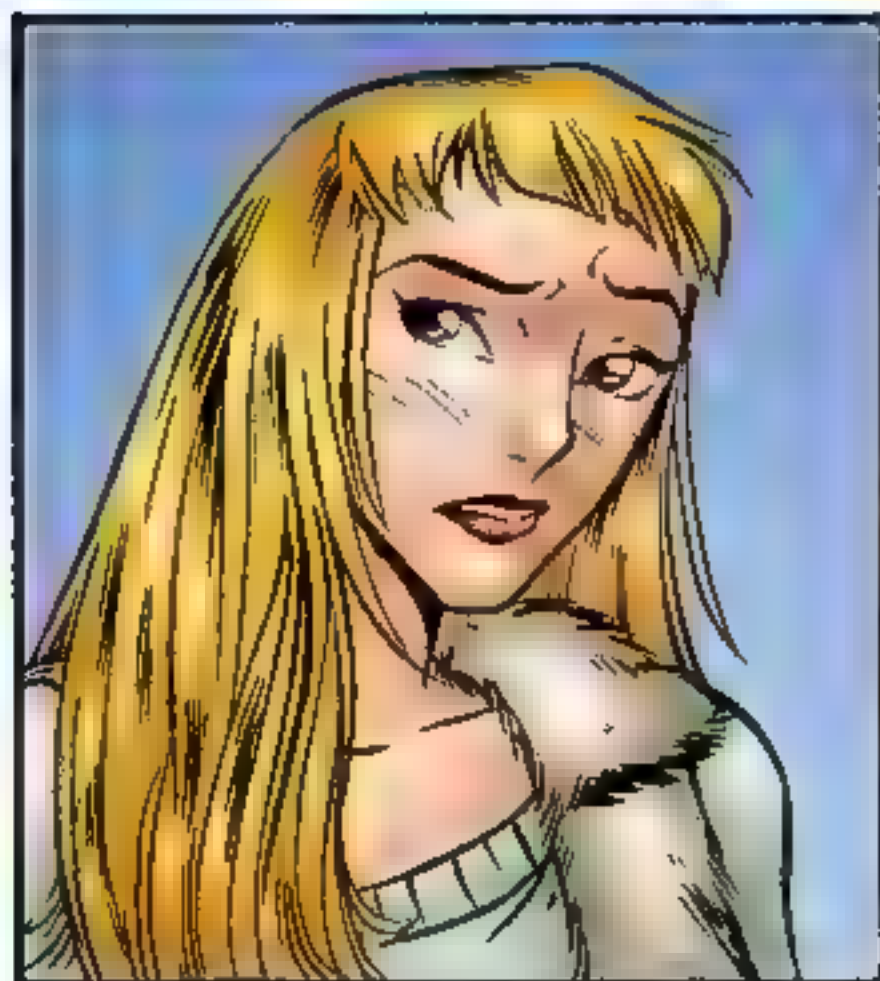
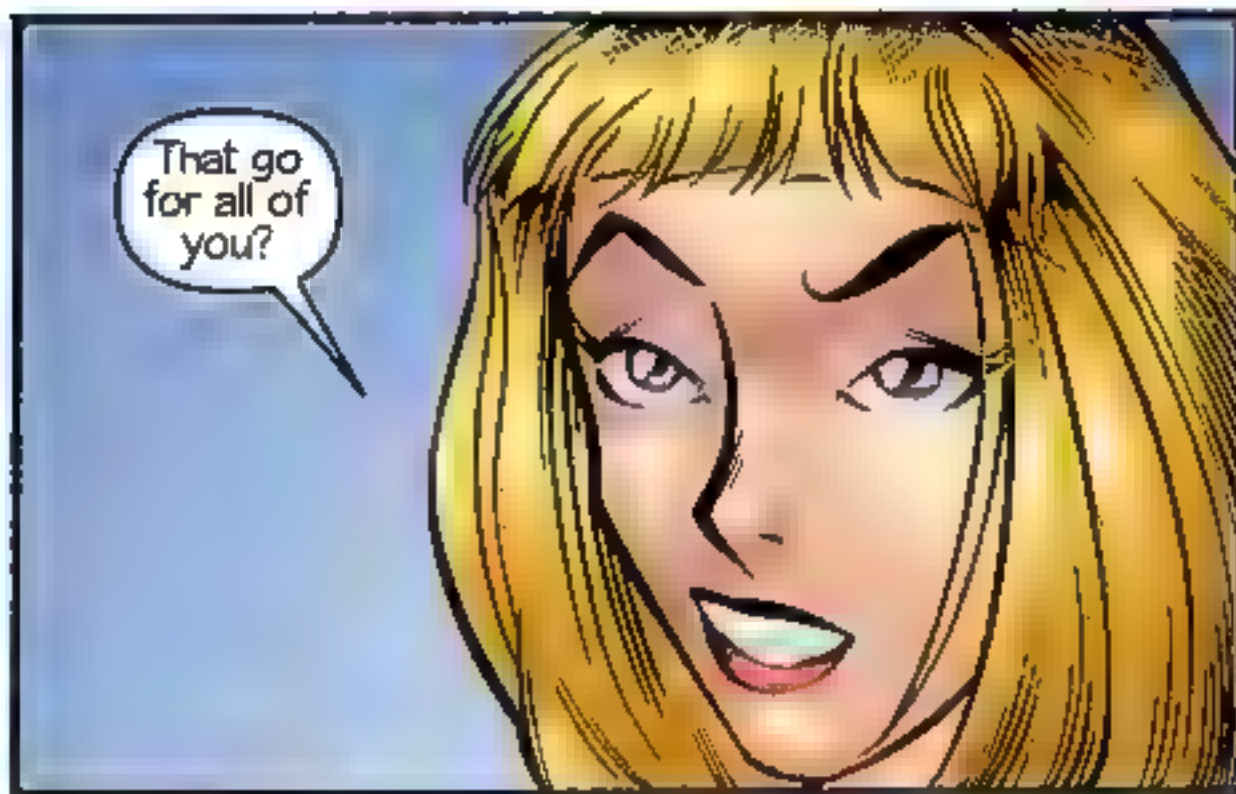
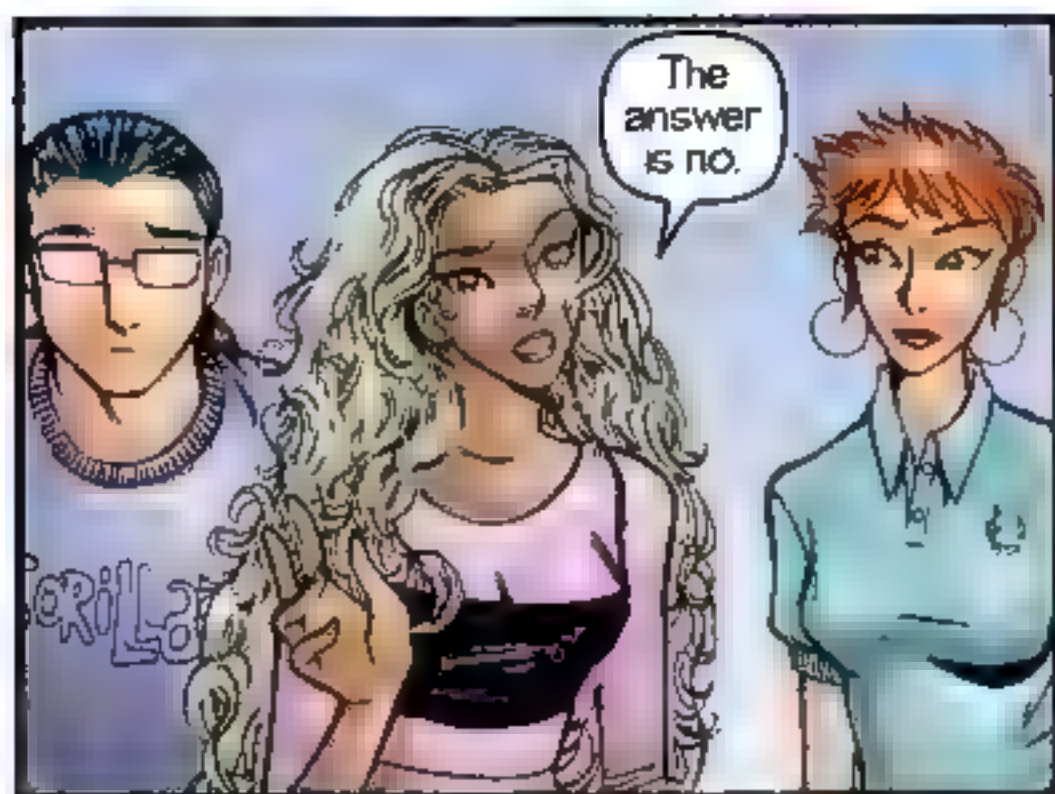
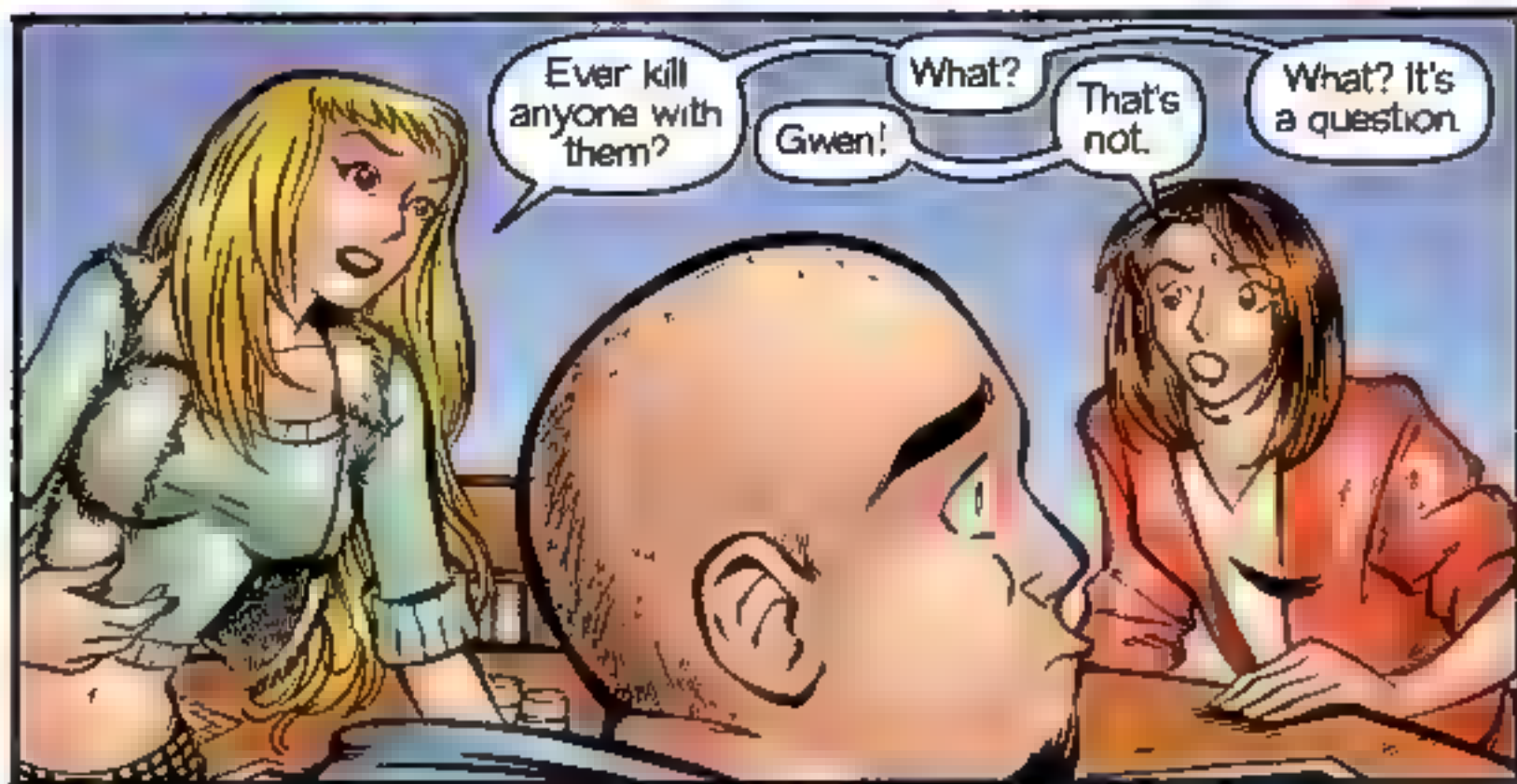
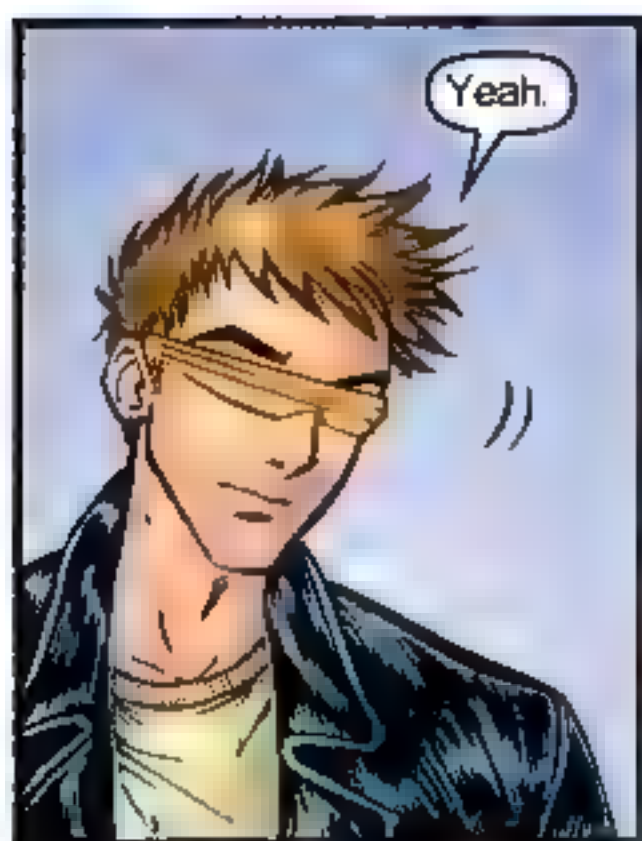
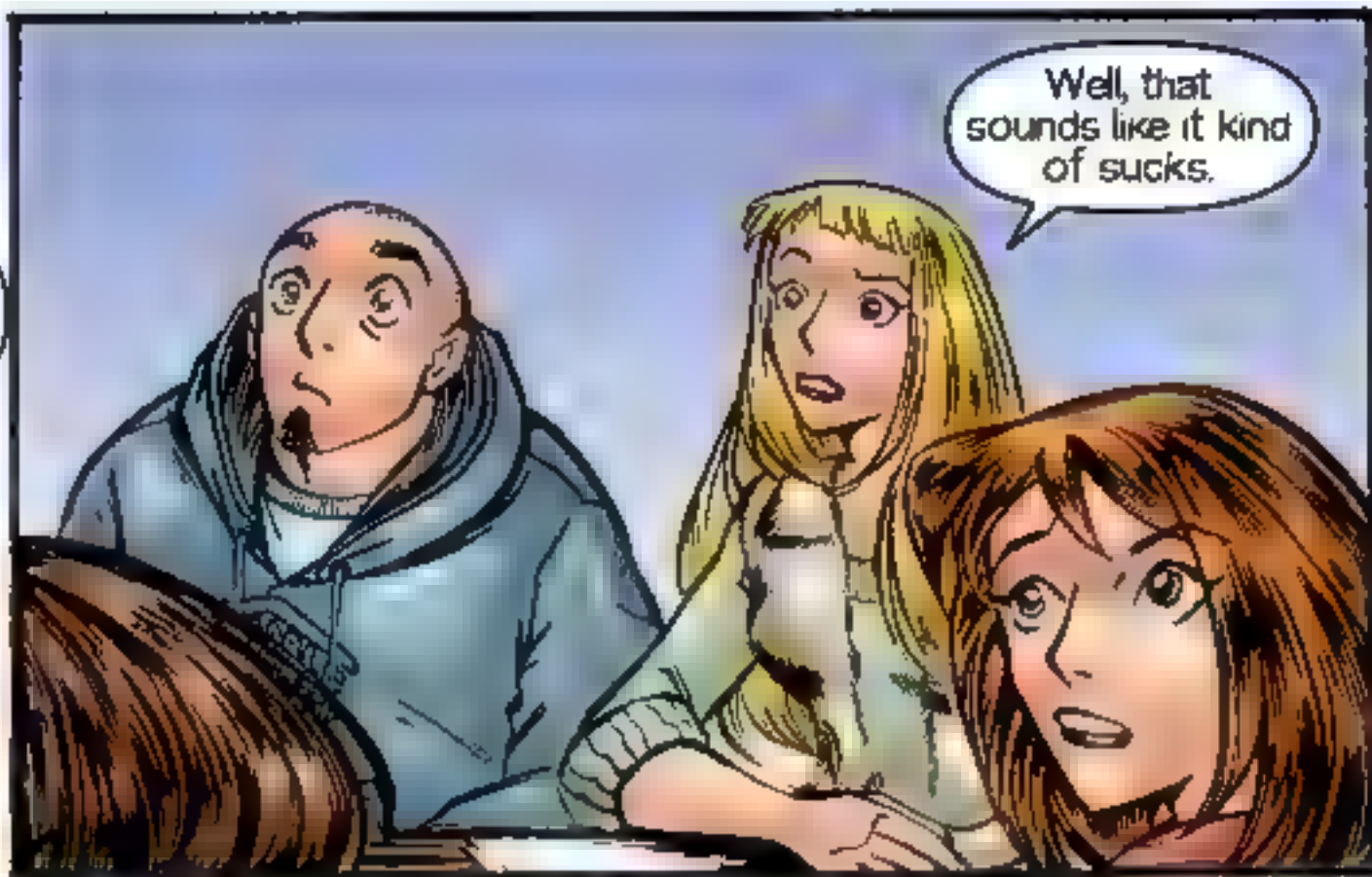
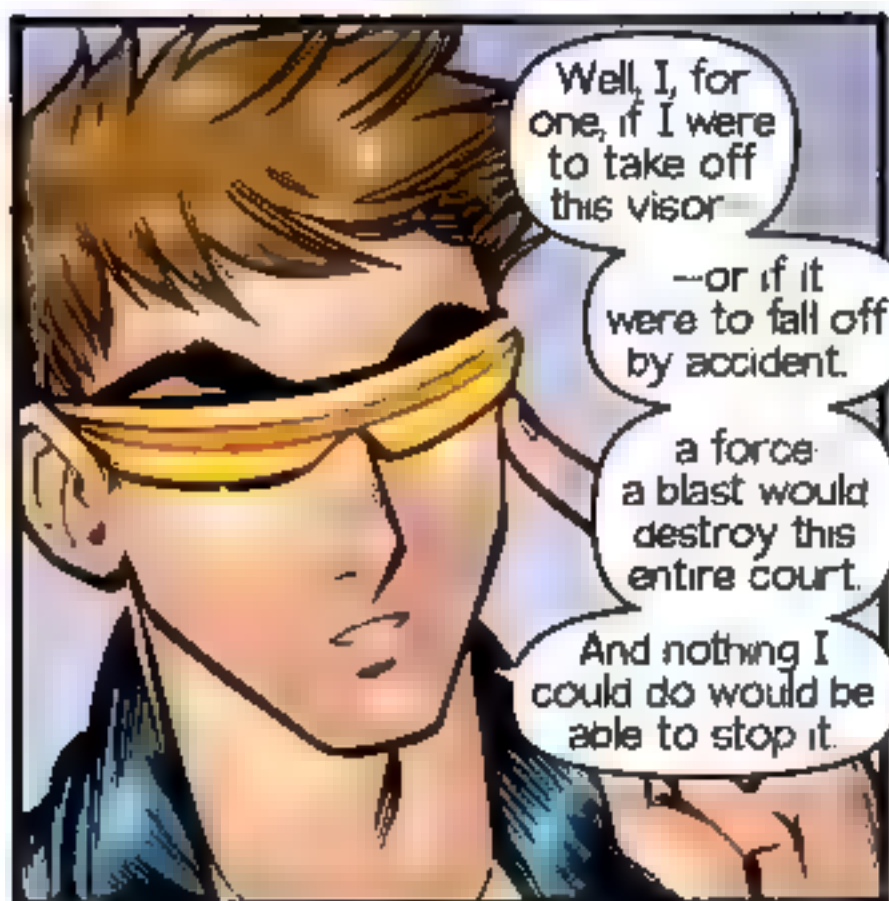




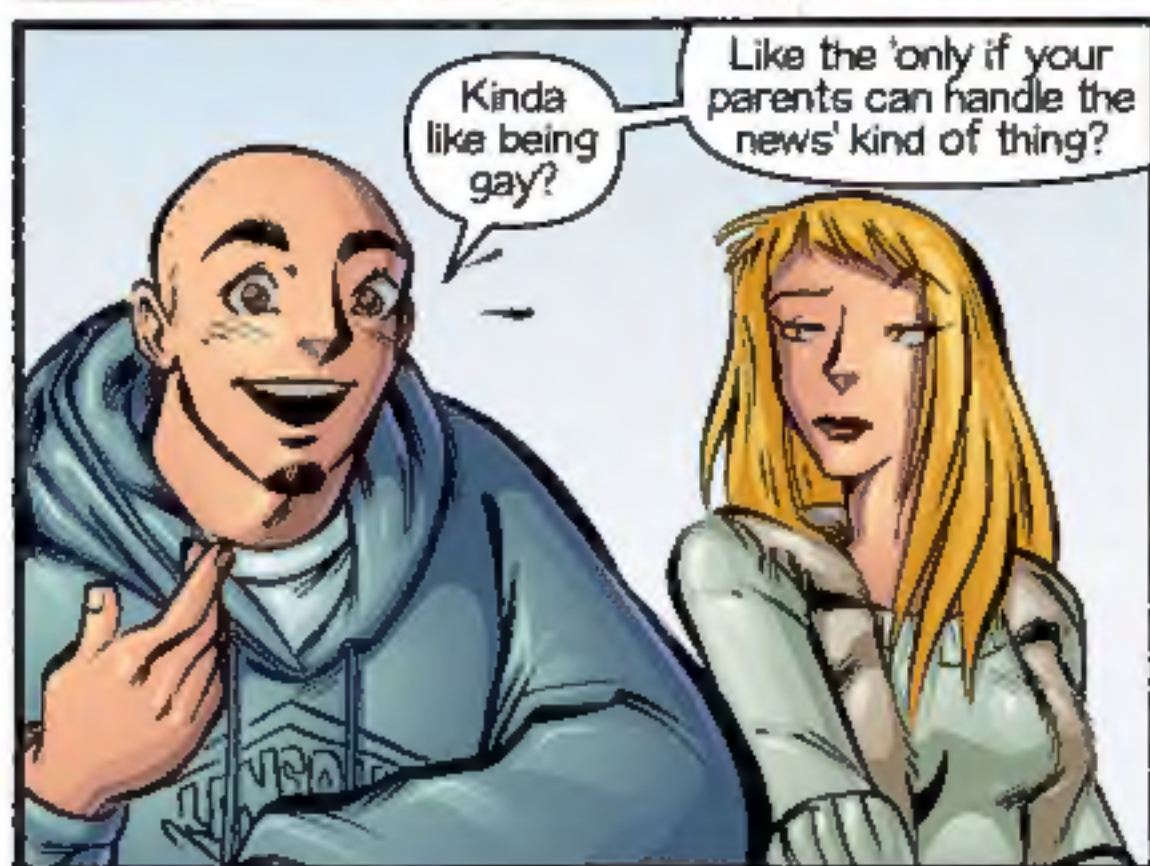
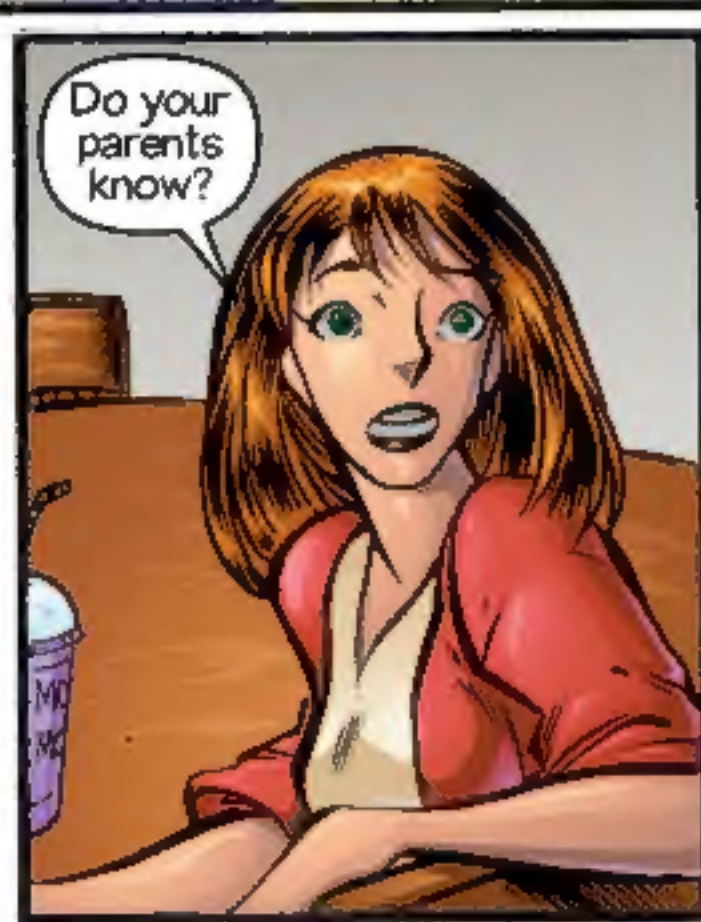
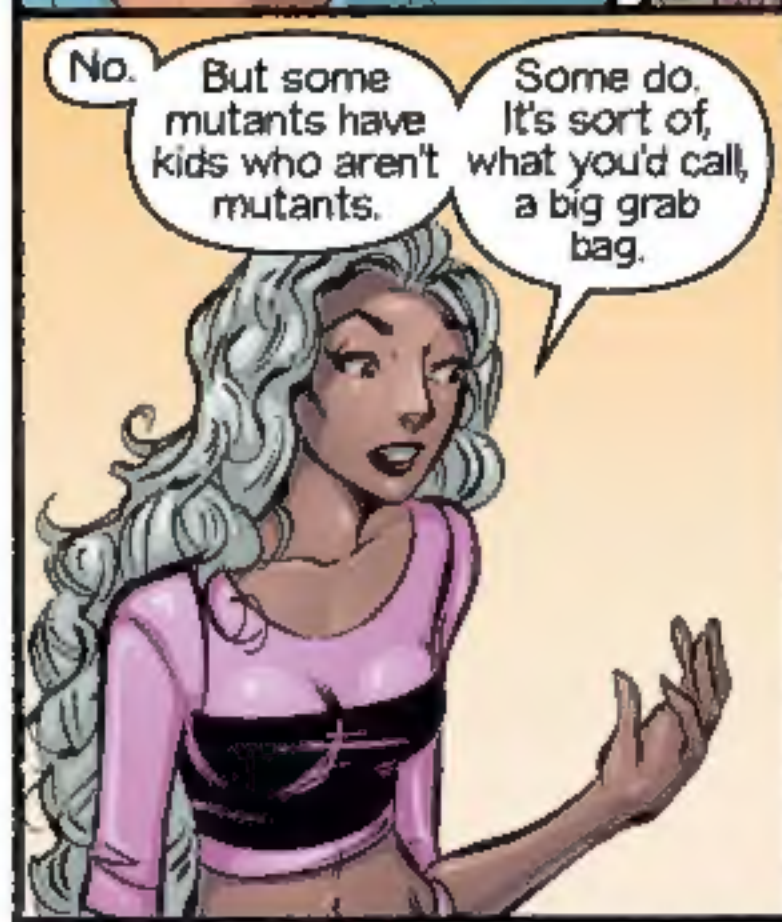
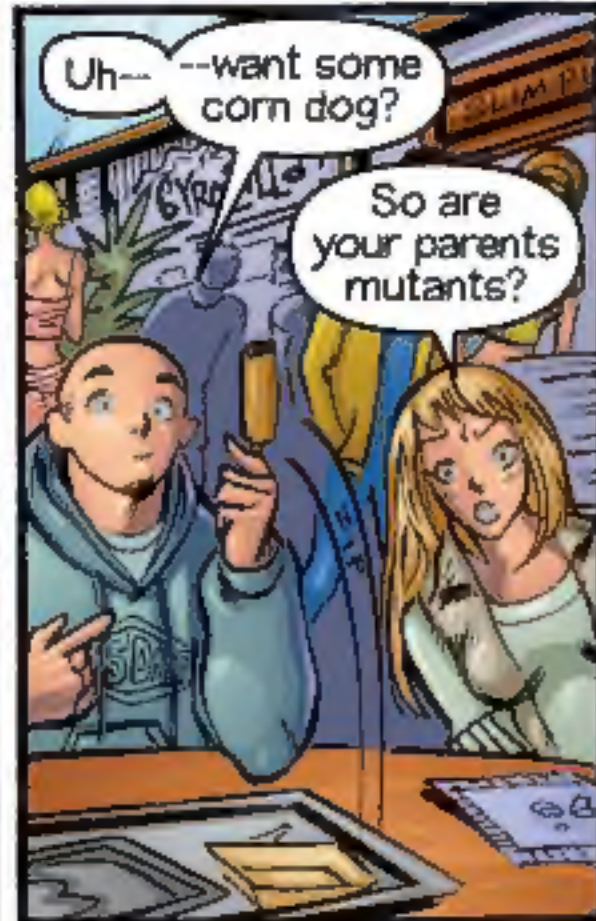








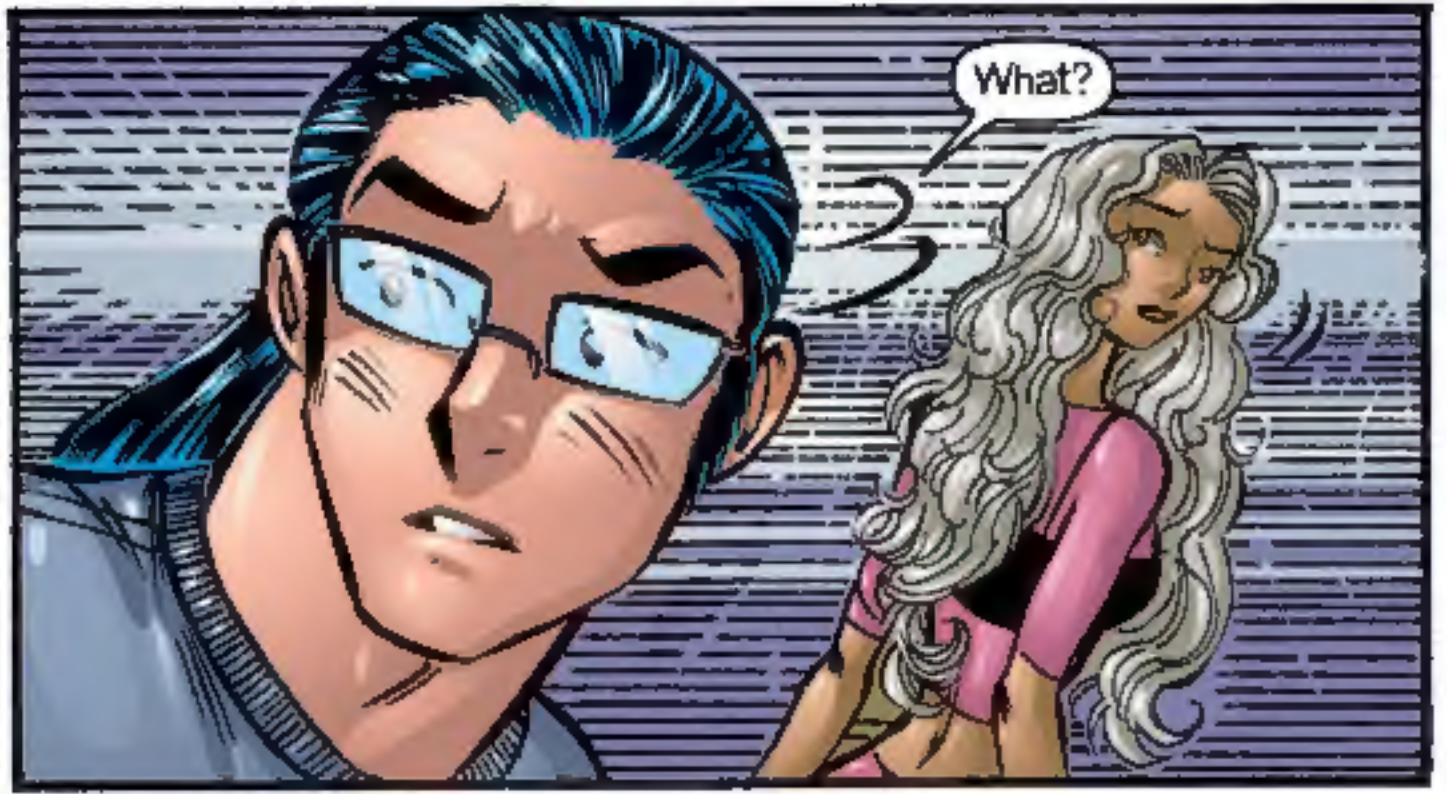








Do you wish you weren't a mutant?

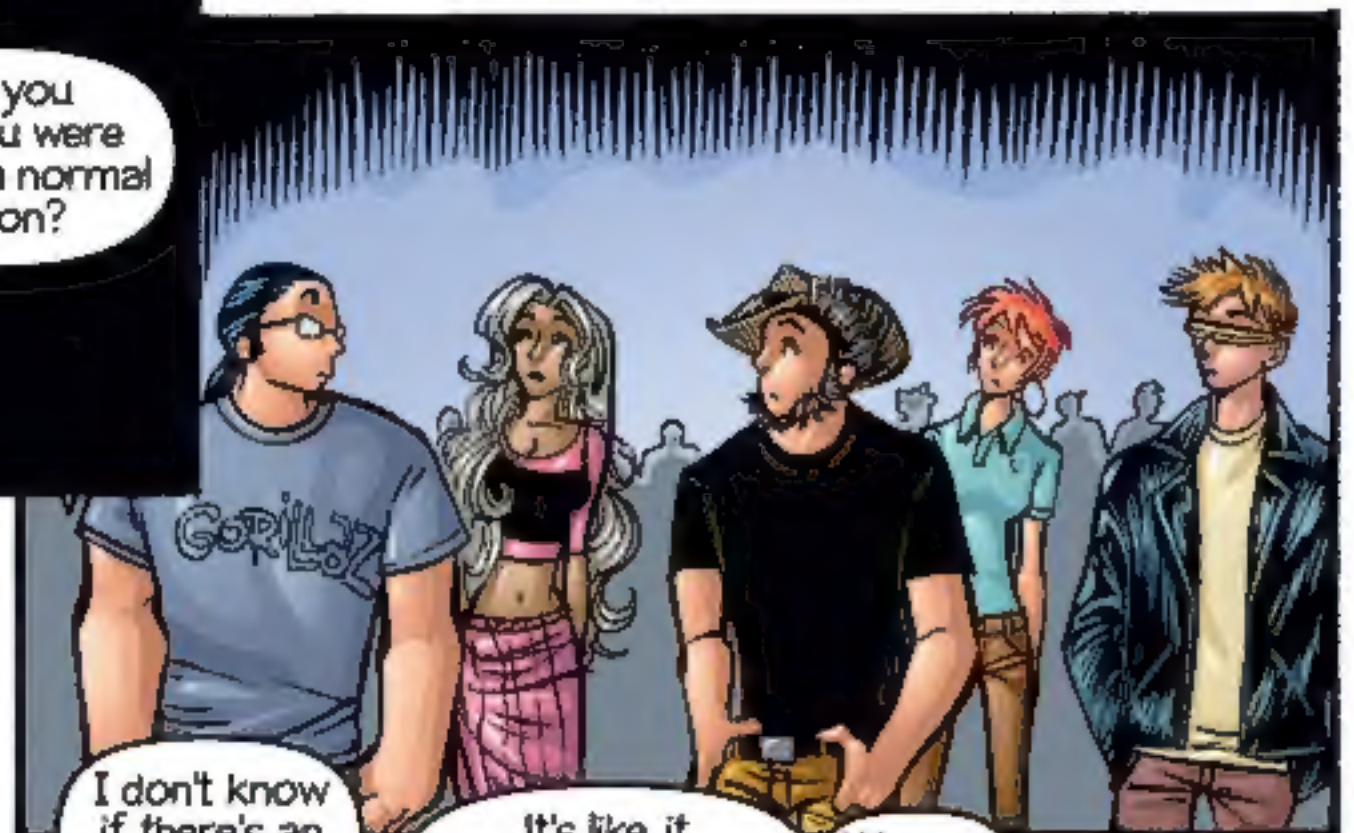


What?



Do you wish you weren't--

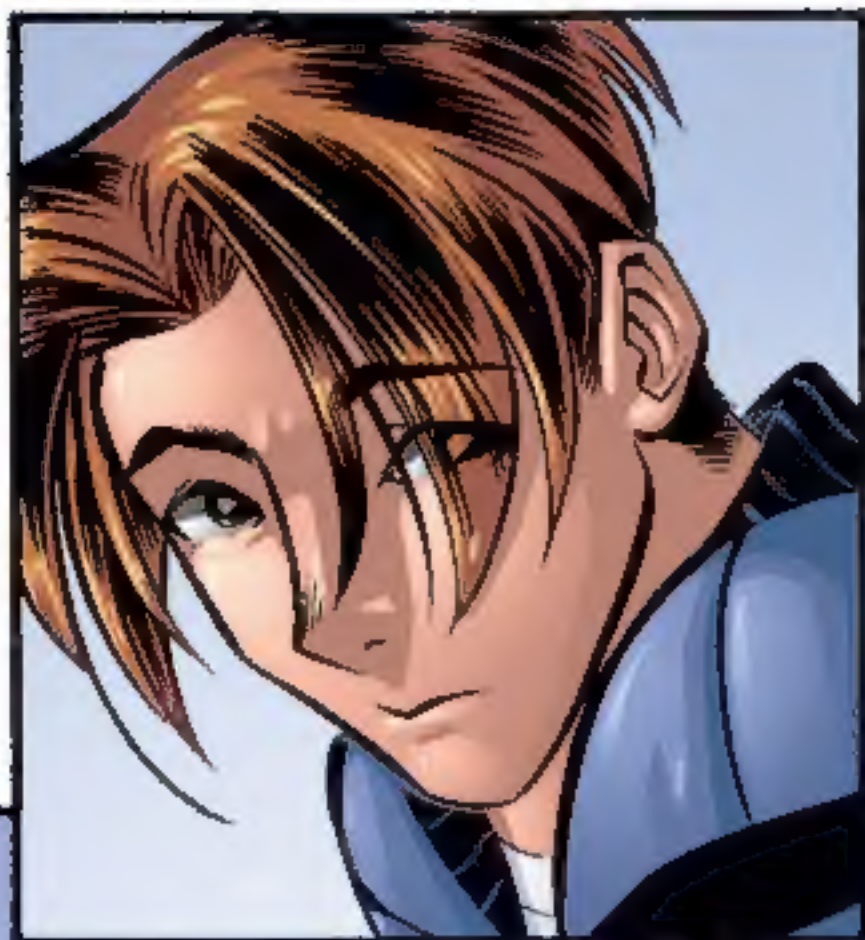
--do you wish you were just like a normal person?



I don't know if there's an easy answer to that. It--

It's like, it doesn't matter what we wish--this is the way it is.

We are who we are.



Yeah.

So thinking about the 'what if's'-- or the 'I wishes', well, it's kind of a waste of time.



Don't you think?

Jean, the Professor's calling.



I hear him.

Listen, this-- these questions you're asking--they're cool and all--and I understand where you're coming from-- I do.

But see, it doesn't matter...

...you just gotta learn to play the hand that's dealt you. You ever heard of that expression?

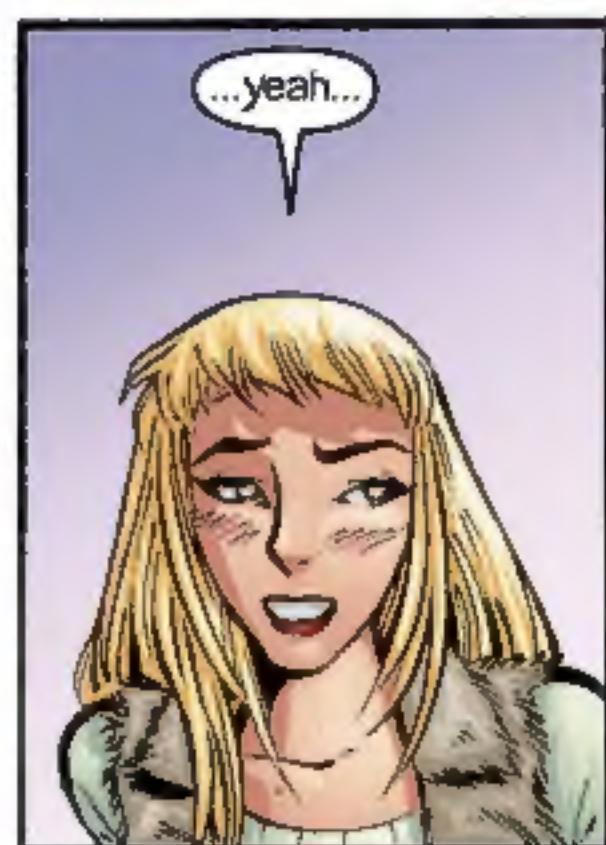
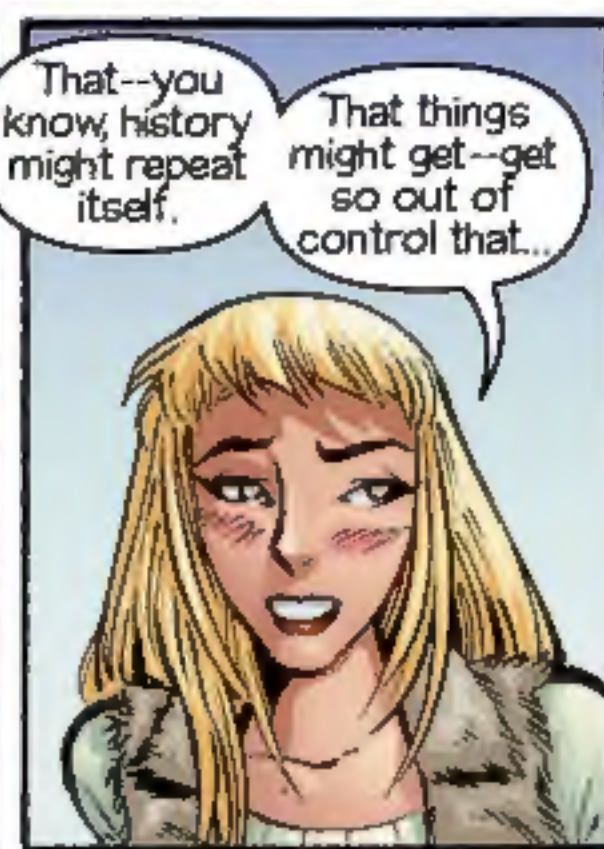


What are you going to do? Whine about what you wish you had or you wish you were?

What's in the other person's porridge bowl?

Just-- you just have to be.



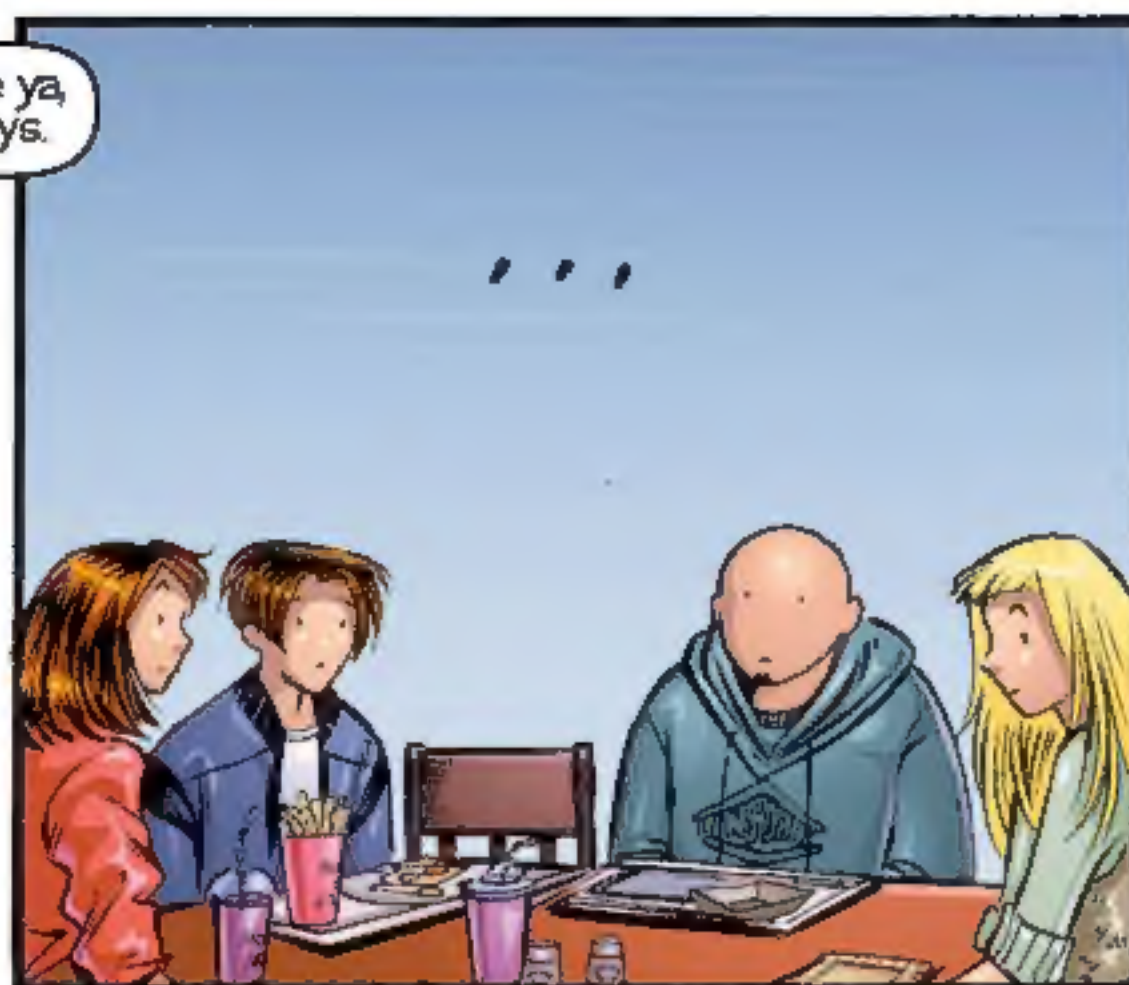






Absolutely.

See ya guys.



Uh... wow!

Dude, your uncle is a mutant?

Cousin... sort of.

Still.

Hahaha—that was awesome!



Mutants, for real. Get that!

I never thought in a million years—that was so cool!

And Liz really left?

I—  
I'll tell you later.



Seriously, how cool was that?

You were pretty cool with the questions.

I always wanted to know. So...

She had some major earrings on her, huh?

See, I told you guys the mall was cool!

Next:  
DOCTOR  
STRANGE